FORM 3

AMENDED REPORT ☑

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

APPLICATION FOR PERMIT TO DRILL

1. WELL NAME and NUMBER
GORDON CREEK SW-32-13-8

2. TYPE OF WORK
DRILL NEW WELL ◉ REENTER P&A WELL ○ DEEPEN WELL ○

3. FIELD OR WILDCAT
WILDCAT

4. TYPE OF WELL
Gas Well Coalbed Methane Well: NO

5. UNIT or COMMUNITIZATION AGREEMENT NAME

6. NAME OF OPERATOR
GORDON CREEK, LLC

7. OPERATOR PHONE
403 453-1608

8. ADDRESS OF OPERATOR
1179 E Main #345, Price, UT, 84501

9. OPERATOR E-MAIL
rironside@thunderbirdenergy.com

10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE)
Sec 31+32 Fee Lease

11. MINERAL OWNERSHIP
FEDERAL ○ INDIAN ○ STATE ○ FEE ◉

12. SURFACE OWNERSHIP
FEDERAL ○ INDIAN ○ STATE ○ FEE ◉

13. NAME OF SURFACE OWNER (if box 12 = 'fee')
Mark Jacobs

14. SURFACE OWNER PHONE (if box 12 = 'fee')
801-226-3407

15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')
914 East 300 North, Orem, UY 84097

16. SURFACE OWNER E-MAIL (if box 12 = 'fee')

17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')

18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS
YES ○ (Submit Commingling Application) NO ◉

19. SLANT
VERTICAL ◉ DIRECTIONAL ○ HORIZONTAL ○

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	1340 FSL 871 FWL	NWSW	32	13.0 S	8.0 E	S
Top of Uppermost Producing Zone	1340 FSL 871 FWL	NWSW	32	13.0 S	8.0 E	S
At Total Depth	1340 FSL 871 FWL	NWSW	32	13.0 S	8.0 E	S

21. COUNTY
CARBON

22. DISTANCE TO NEAREST LEASE LINE (Feet)
871

23. NUMBER OF ACRES IN DRILLING UNIT
40

25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed)
1800

26. PROPOSED DEPTH
MD: 4228 TVD: 4228

27. ELEVATION - GROUND LEVEL
7446

28. BOND NUMBER
RLB0010790

29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE
91-5193

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
SURF	11	8.625	0 - 450	24.0	J-55 ST&C	8.7	Class G	212	1.142	15.84
PROD	7.875	5.5	0 - 4228	17.0	N-80 LT&C	10.0	Class G	368	2.69	10.7

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
☑ COMPLETE DRILLING PLAN
☑ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)
☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
☐ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)
☑ TOPOGRAPHICAL MAP

NAME Barry Brumwell **TITLE** Vice President-Operations **PHONE** 403 453-1608

SIGNATURE **DATE** 09/26/2011 **EMAIL** bbrumwell@thunderbirdenergy.com

API NUMBER ASSIGNED
43007502460000

APPROVAL

Permit Manager

RECEIVED: November 30, 2011

DRILLING PLAN and PROGRAM

Attached to UDOGM Form 3

GORDON CREEK, LLC.
SW-32-13-8
SURFACE LOCATION: 1,340.38' FSL & 870.65' FWL
NW/4 of SW/4 of Section 32-13S-8E
Carbon County, Utah

1. *SURFACE GEOLOGIC FORMATION*

Emery Sandstone Member of the Mancos Shale

2. *ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS*

Mancos Blue Gate Shale top:	1,854' KB
Lower Blue Gate Bentonite Marker:	3,623' KB
Ferron SS:	3,758' KB

3. *PROJECTED GAS & H_20 ZONES*

While no groundwater is expected to be encountered, groundwater *may* be encountered within the Emery Sandstone Member of the Mancos Shale. Any water encountered will be reported on a Form 7 "Report of Water Encountered During Drilling". All indications of usable water will be reported.

Casing & cementing will be done to protect potentially productive hydrocarbons, lost circulation zones, abnormal pressure zones and prospectively valuable mineral deposits.

Surface casing will be tested to 500 psi and the Production casing will be tested to 1,500 psi, with a minimum of 1 psi/ft of the last casing string setting depth.

4. *PROPOSED CASING AND CEMENTING PROGRAMS*

Refer to EXHIBIT "A" for casing design information

A. CASING PROGRAM

HOLE SIZE (in)	*CASING SIZE (in)*	*WEIGHT (#/ft)*	*GRADE*	*JOINT*	*DEPTH SET (ft)*
17	$12\,^{3}/_{4}$	40.5	H-40	ST&C	0 – 40
11	$8\,^{5}/_{8}$	24.00	J-55	ST&C	0 – 450
$7\,^{7}/_{8}$	$5\,^{1}/_{2}$	17.00	N-80	LT&C	0 – 4,228

B. CEMENTING PROGRAM

The 8 $^{5}/_{8}$" surface casing will be set and cemented full length with approximately 212 sacks of 0-1-0 Class "G" cement + 2% $CaCl_2$ + 0.25 #/sk of cellophane flakes mixed at 15.84 ppg (yield = 1.142 ft^3/sk); volume based on nominal hole size + 100% excess. The cement will be circulated back to surface. In the event that the cement is not circulated back to surface, a 1" top out job will be performed with 0-1-0 Class "G" cement + 2% $CaCl_2$ + 0.25 #/sk of cellophane flakes mixed at 15.84 ppg (yield = 1.142 ft^3/sk).

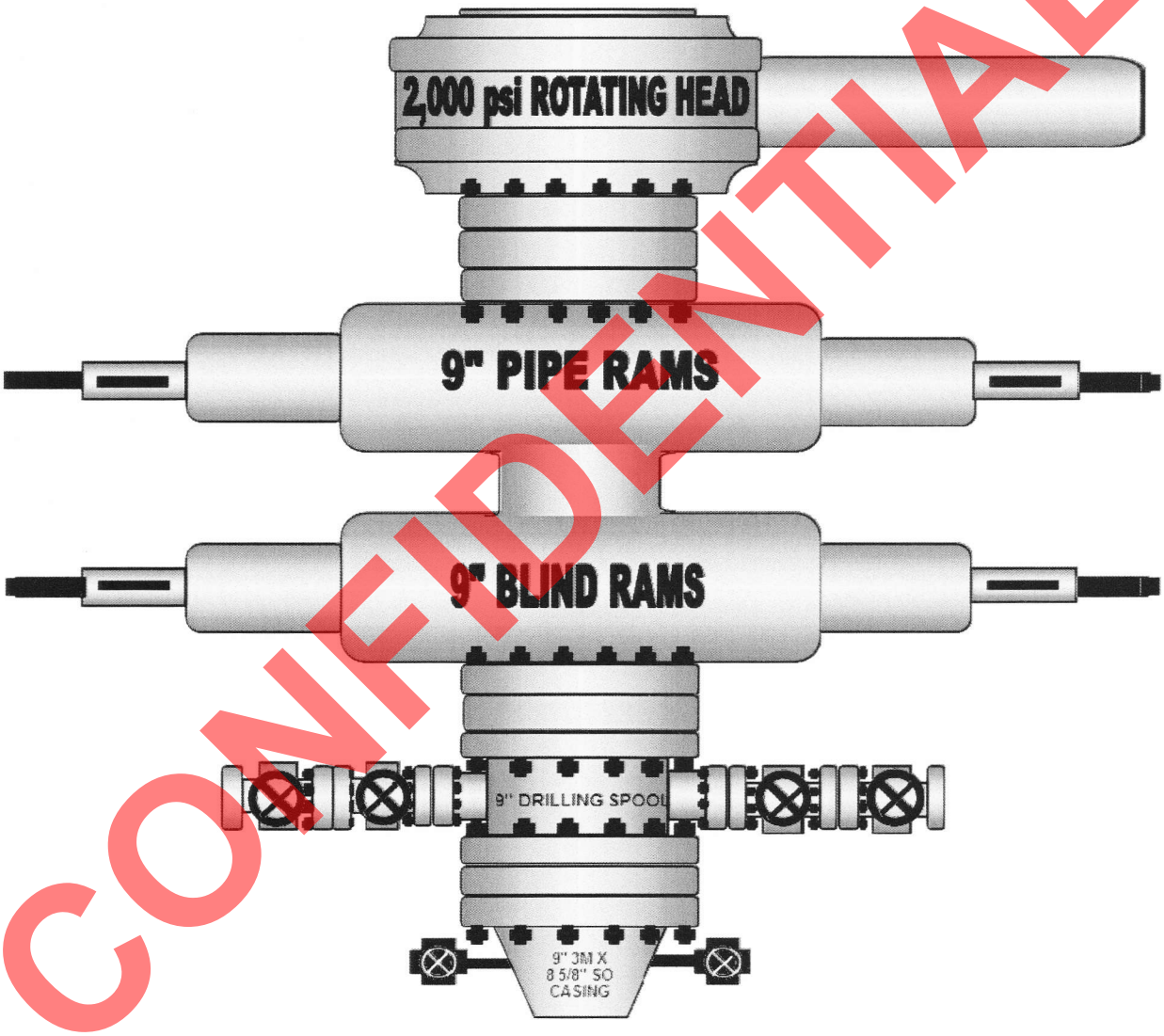
The 5 ½" production casing will be set and cemented full length using 368 sx of 0-1-0 "G" Light Weight cement incorporating 42% "SuperBall" centrospheres to lighten the cement density + 3% NaCl, 0.3% Air-out, 1.5% SFl-300, 0.2% SCR-2. The cement will be mixed at 10.7 ppg (yield = 2.69 ft3/sk); volume based on nominal hole size + 35% excess. The cement will be circulated back to surface.

THE FOLLOWING SHALL BE ENTERED INTO THE DRILLER'S LOG:

I. Blowout preventer pressure tests, including test pressures and results;
II. Blowout preventer tests for proper functioning;
III. Blowout prevention drills conducted;
IV. Casing run, including size, grade, weight, and depth set;
V. How the pipe was cemented, including amount of cement, type, whether cement was circulated back to surface, location of the cementing tools, etc.;
VI. Waiting on cement time for each casing string;
VII. Casing pressure tests after cementing, including test pressures and results.

5. *THE OPERATOR'S MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL*

Below is a schematic diagram of the blowout preventer equipment requirements for this drilling operation. A 9' X 3,000 psi double gate BOP will be used with a 2,000 psi Rotating Head utilized for air drilling operations. ALL BOPE will be pressure tested to the required operating pressures of each component. All tests will be recorded in the Driller's Report Book. The physical operation of each component of the BOP's will be checked on each trip.



6. THE TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATING FLUIDS / MUDS

0' – 450'	11" Surface Hole	Drill with air, will mud-up if necessary.
450' – TMD	$7\ ^{7}/_{8}$" Main Hole	Drill with air, 500 psi @ 1500-2300 ft^3/min

Will "mud up" at Total Depth to run logs and casing. Will mud up sooner if hole conditions dictate. It is anticipated that drilling fluid densities of 8.3 – 8.7 #/gal will be utilized when "mudded up".

7. THE TESTING, LOGGING AND CORING PROGRAMS

Open hole logs consisting of a CNL-LDT-GR-CAL will be run from above the Blue Gate Shale to TMD. A DIL-GR-SP log will be run from TMD to surface casing.

8. ANY ANTICIPATED ABNORMAL PRESSURES or TEMPURATURES

No abnormal pressures or temperatures have been noted or reported in wells drilled in the area nor at the depths anticipated in this well. Bottom hole pressure expected is approximately 1250 psi maximum. No hydrogen sulfide or other hazardous gases or fluids have been found, reported or are known to exist at these depths in the area.

9. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS

The well will be drilled between late September and the end of November, 2011. Verbal and/or written notifications listed below shall be submitted in accordance with instructions from the Division of Oil, Gas & Mining:

a) prior to beginning construction;
b) prior to spudding;
c) prior to running any casing or BOP tests;
d) prior to plugging the well, for verbal plugging instructions.

Spills, blowouts, fires, leaks, accidents or other unusual occurrences shall IMMEDIATELY be reported to the Division of Oil, Gas & Mining.

GORDON CREEK SW-32-13S-8E

NW/4 OF SW/4, 1,340.38' FSL + 870.65' FWL

THUNDERBIRD ENERGY

DRILLED WITH AIR

SURFACE LEASE #: FEE (JACOBS)
MINERAL LEASE #: FEE (TRACT 1)
AFE: 11DRL005
WORKING INTEREST: 100%
RIG:
DRILL DAYS BELOW SURFACE CASING SHOE: 5

Survey Grd. Ele: 7,445.7'
Est. KB Elev: 7,458'
DIRECTIONAL WELL
12.3' KB

8 .625" Casing Set @ ~450'

BOP'S 9", 3000 # CASING BOWL

11" Surface Hole

7.875" Main Hole

5.500" CASING SET AT 4,228'

TOPS	ft TVD
Emery Fm.	Sfc.
SURFACE CASING	450
BASE OF GROUNDWATER	*TBD*
MUD UP ONLY IF WATER INFLUX OCCURS OR TIGHT HOLE CONDITIONS OCCUR	
Begin taking samples on Geologists orders	
Blue Gate Shale Mbr **	1,854'
Lower Bluegate Bentonite Marker	3,623'
FERRON SS/COAL * (750 psi) AIR DRILL THROUGH ZONE IF POSSIBLE	3,758'
Tununk Shale	4,170'
TD	4,228'

* PRIMARY ZONE OF INT.
** SECONDARY ZONE

EMERGENCY PLANNING ZONE SUMMARY

SWEET WELL: THUNDERBIRD"S CORPORATE EMERGENCY RESPONSE PLAN APPLIES

CASING DESIGN

	Interval (ft)	O.D. (inches)	#/ft	Grade	Thread	Burst (psi)	Collapse (psi)	Opt.Torque (ft lbs)
Surface:	0 - 450	8 5/8	24	J-55	ST&C	2,950	1,370	2,440
Main:	0 - 4,228'	5 1/2	17	N-80	LT&C	7,740	6,280	3,480

*ENSURE THAT MARKER JOINTS ARE PLACED IN THE CASING STRING OPPOSITE ANY PAY ZONE

TARGET: FERRON SANDSTONE/COAL; CASING TO BE CUT 16" ABOVE CASING BOWL

CEMENTING PROGRAM - Primary - Single Stage

	Bit Size (inches)	Cement	Additives	Yield (ft^3/sk)	Volume (sx)	% Excess	Cmt Top (ft)	Density (#/gal)
Surface:	11	0-1-0 "G"	2% $CaCl_2$ + Cellophane flakes	1.142	212.0	100	SFC	15.84
Main:	7 7/8	Superball 10.7	3% NaCl, 0.3% Air-out, 42% Superball, 1.5% SFI-300, 0.2% SCR-2	2.69	368.0	35	SFC	10.70

DRILLING FLUIDS

	Interval	Type	
Surface :	0 - 450	Water	Drill with water, mud up with gel chem if water influx occurs.
		Gel Chemical	Condition mud thoroughly prior to POOH to run/cement casing
Main:	450 - 3,650	AIR	MUD UP ONLY if water influx occurs or if TIGHT HOLE
	3,650-4,228	Gel Chemical	conditions become prevailant. MUD UP at ~ 3,650' to TD.

11" SURFACE HOLE

- **Spud with an approved water well/surface casing rig** and drill to surface TD of about 450 ft. Survey every 100'. Ensure that the surface hole deviation does not exceed 3 degrees. Set surface casing at least 50' below any water influx zone.

- **NOTE:** MUD UP with Gel Chemical mud system immediately if water influx becomes problematic. Refer to the Mud Program and the Cementing Program for futher information. Move rig off of location once surface casing s set.

7 7/8" MAIN HOLE: VERTICAL HOLE

- Move on conventional drilling rig and drill out with and AIR DRILL as far as possible with air. Survey every 300'. Ensure that deviation does not exceed 3 degrees. Notify Calgary operations immediately if a 3 degree deviation is exceeded.
- **TIGHT HOLE** is possible on connections. REAM HOLE at first indication of tight hole and attempt to continue to air drill.
- **COAL/SHALE SEAMS** can occur in the wellbore which may be faulted and unconsolidated resulting in sloughing hole conditions.
- H_2S WILL NOT be encountered.
- MUD UP ONLY if water influx occurs OR if tight hole conditions become prevailant.
- **OVER PRESSURE:** Generally, all zones in the wellbore should be underpressured (below normal water graidient) or have normal pressure gradients.
- **LOST CIRCULATION** should only have the potential to occur when drilling with fluids. ***ENSURE AN ADEQUATE AMOUNT OF LCM IS ON LOCATION AT ALL TIMES.***
- FERRON SS/COAL PENTRATION - ATTEMPT TO AIR DRILL THROUGH THE FERRON ZONE. WATER may be encountered upon penetration. Ensure good hole conditions are prevalent to penetrating the FERRON.
- MUD UP - switch to a Gel Chem drilling fluid system at ~3,650' OR if water/tight hole problems occur.
- Mud Check - prior to POOH for logging, condition the mud and check mud properties with mudman. DO NOT POOH until the wellbore is circulating free of cuttings and the mud properties are optimal for logging.

NOTE: Ensure the well is cemented to surface on both casing strings. Contact the Operations Supervisor if any casing string cement job does not obtain returns to surface.

SAMPLE REQUIREMENTS/ EVALUATION

T-BIRD	Begin taking 2 sets of samples every 10 feet at 3,050' to TD
GOVT:	As per regulations
Detection:	Gas detection/ PASON Mud Log as per Geologist's request.
Cores:	**No coring**
DST:	No DST's

LOGGING PROGRAM - NUMBER OF COPIES OF EACH LOG:		# of copies
DIL-GR-SP	T.D. to surface casing	4
CNL-LDT-GR-CAL	T.D. to 3,050'	4

Run a multi-arm caliper log to ensure correct calculation for cement volumes on casing or plugs.

EXHIBIT "A"

CASING DESIGN
GORDON CREEK ST SW-32-13-8
PROJECTED TD: 4,228' KB

SURFACE CASING (0' – 450')

Diameter	8 $^{5}/_{8}$"
Interval	450' to Surface
Weight	24 #/ft
Grade	J-55
Coupling	ST&C

Burst Design

The recommended practice is to base the burst rating of the casing string in psi to be at least numerically equal to 0.225 psi/ft times the setting depth in feet of the next casing string. The rating chosen was also intended to match the BOPE pressure rating and exceed the highest possible surface pressure of approximately 936 psig.

Burst required =	0.225 x 4,228	951 psig
Burst rating of casing string:	2,950 psi	
Safety factor =	***2,950 psi / 951 psi =***	***3.10***

Collapse Design

Collapse pressure is negligible on this surface string.

Tension Design

String weight in air	10,800 #
Tensile strength of joint	244,000 lbf
Safety factor of joint	22.6

PRODUCTION CASING (0' – 4,228')

Diameter	5 ½"
Interval	4,161' to surface
Weight	17 #/ft
Grade	N-80
Coupling	LT&C

Burst Design

An internal pressure gradient of 0.4863 psi/ft has been used as a basis for these calculations. This gradient is equivalent to the force exerted by 10 ppg drilling fluid, which is a much higher density of fluid than we anticipate being required to drill this well.

Burst rating of casing string:	7,740 psi	
Burst rating required:	4,228' X 0.4863 =	2,056 psig
Safety factor =	***7,740 psi / 2,056 psi =***	***3.76***

Tension Design

1.6 Safety factor of top joint, neglecting buoyancy and without over pull.

Tensile rating of casing joint:	348,000 lbf	
String Weight:	4,228' X 17 #/ft =	71,876 lbf
Safety factor =	***348,000 lbf / 71,876 lbf =***	***4.84***

Collapse Design

Maximum anticipated mud weight is 10.0 ppg based on a mud gradient of 0.53 psi/ft.

Collapse rating of csg string:	6,280 psi	
Collapse rating required:	4,228' X 0.53 psi/ft =	2,241 psi
Safety factor =	***6,280 psi / 2,241 psi =***	***2.80***

Production Casing Design

Interval (ft)	Weight (#/ft)	Grade	S.F. Burst	S.F. Collapse	S.F. Tension
4,228' – 0'	17	N-80	3.76	4.84	2.80

MULTI-POINT SURFACE USE PLAN

Attached to UDOGM Form 3

GORDON CREEK, LLC.
SW-32-13-8
SURFACE LOCATION: 1,340.38' FSL & 870.65' FWL
NW/4 of SW/4 of Section 32-13S-8E
Carbon County, Utah

1. *EXISTING ROADS*

a. We do not plan to change, alter or improve upon ANY existing State or County roads.
b. Existing roads will be maintained in the same or better condition.

2. *PLANNED ACCESS*

a. This well will be accessed from an existing two-track trail that comes off of Benches County Road and through the well site in NW-5-14-8, therefore no new access FROM Benches Road is required.
b. If the well is productive, the road will be maintained as necessary to prevent soil erosion and maintain year-round traffic. However, we may allow the access road to be gated and closed off during winter production operations and access the site with a snowmobile or other winter ATV.
c. Maximum Width: 24' travel surface with 27' base.
d. Maximum grade: 25%
e. Road culverts may be required. Surface water will be diverted around the well pad as necessary.
f. Any power lines and / or pipelines to/from the well will follow the proposed access route.

3. *LOCATION OF EXISTING WELLS*

a. As shown on the Civil Location Survey Plat for the well.

4. *LOCATION OF EXISTING and/or PROPOSED FACILITIES*

a. If the well is a producer, installation of required production facilities will follow the drilling and completion phase of well operations. Buried flow lines, water lines and electrical cable will follow the proposed access road and other existing access ROWs to the intersection with Thunderbird's main 12' pipeline corridor.
b. Rehabilitation of all pad areas not used for production facilities will be made in accordance with landowner stipulations.

5. LOCATION AND TYPE OF WATER SUPPLY

a. All water to be used for drilling operations will be obtained from area water wells drilled and owned by Gordon Creek, LLC.
b. Water will be transported to location by truck over approved access roads.

6. SOURCE OF CONSTRUCTION MATERIALS

a. Any necessary construction materials needed will be obtained locally from a private source and hauled to the location on existing roads.
b. No construction or surfacing materials will be taken from Federal / Indian lands.

7. METHODS FOR HANDLING WASTE DISPOSAL

a. Rather than utilizing a "mud pit" on each drilling location, we will be utilizing one large "remote sump" pit per approximately 4-6 wells drilled to hold the drilled solids and drilling fluids required during the drilling of those 4 wells. This remote sump will be centrally located on one of the drilling locations. Three sides of the reserve pit will be fenced within 24 hours after completion of construction and the fourth side within 24 hours after drilling operations cease with four strands of barbed wire, or woven wire topped with barbed wire to a height of not less than four feet. The fence will be kept in good repair while the pit is drying.
b. As the majority of each well is expected to be air drilled, a small reserve "blooie" pit will be constructed with a minimum of one-half the total depth below the original ground surface on the lowest point within the pit. The pit will not be lined unless conditions encountered during construction warrant it or if deemed necessary by the DOGM Representative during pre-site inspection. Three sides of the reserve pit will be fenced within 24 hours after completion of construction and the fourth side within 24 hours after drilling operations cease with four strands of barbed wire, or woven wire topped with barbed wire to a height of not less than four feet. The fence will be kept in good repair while the pit is drying.
b. Following drilling, the liquid waste will be evaporated from any pit and the pit backfilled and returned to natural grade. No liquid hydrocarbons will be discharged to the reserve pit or location.
c. In the event that wellbore fluids are produced, any oil will be retained in tanks until sold and any water produced will be retained until its quality can be determined. The quality and quantity of the water will determine the method of disposal.
d. Trash will be contained in a portable metal container and will be hauled from location periodically and disposed of at an approved disposal site. Chemical toilets will be placed on location and sewage will be disposed of at an appropriate disposal site.

8. ANCILLARY FACILITIES

e. We anticipate no need for ancillary facilities with the exception of a trailer to be located on the drill site.

9. *WELLSITE LAYOUT*

a. Gordon Creek, LLC. has reduced to surface lease size (area stripped and levelled) for this location to the smallest lease size possible to accommodate the required drilling rig and support equipment.
b. Any available topsoil will be removed from the location and stockpiled. The location of the rig, mud tanks, reserve and berm pits and all other drilling support equipment will be located as per common oilfield rig layouts.
a. A blooie pit will be located 100' from the drill hole. A line will be placed on the surface from the center hole to the blooie pit. The blooie pit will not be lined, but will be fenced on four sides to protect livestock/wildlife.
b. Access to the well pad will be as shown on the Civil Location Survey Plat for the well.
c. Natural runoff will be diverted around the well pad.

10. *PLANS FOR RESTORATION OF SURFACE*

a. All surface areas not required for producing operations will be graded to as near original condition as possible and contoured to minimize possible erosion.
b. Available topsoil will be stockpiled and will be evenly distributed over the disturbed areas and the area will be reseeded as prescribed by the landowner.
c. Pits and any other area that would present a hazard to wildlife or livestock will be fenced off when the rig is released and removed.
d. Rehabilitation will commence following completion of the well. Rat and mouse holes will be filled in immediately upon release of the drilling rig from the location. If the well site is to be abandoned, all disturbed areas will be re-contoured to the natural terrain found prior to location construction.

11. *SURFACE OWNERSHIP*

a. The well site and access road are on and across lands owned by Mark and Jim Jacobs, with whom we have a signed surface use agreement in place. The operator shall contact the landowner and the Division of Oil, Gas and Mining 48 hours prior to beginning construction activities.

12. *OTHER INFORMATION*

a. The primary surface use is wildlife habitat and/or cattle grazing. The nearest dwelling is approximately 13.5 miles east (Price, Utah).
b. If there is snow on the ground when construction begins, it will be removed before the soil is disturbed and piled downhill from the topsoil stockpile location.

c. The back-slope and fore-slope will be constructed no steeper than 4:1.
d. All equipment and vehicles will be confined to the access road and well pad.
e. A complete copy of the approved Application for Permit to Drill (APD,) including all conditions and stipulations shall be on the well-site during construction and drilling operations.

There will be no deviation from the proposed drilling and/or workover program without prior approval from the Division of Oil, Gas & Mining.

13. COMPANY REPRESENTATIVE

Barry Brumwell, C.E.T.
Vice President, Operations
Gordon Creek LLC., a wholly owned subsidiary of
Thunderbird Energy Corp.
#550, 1010 – 1st Street S.W.
Calgary, Alberta, Canada
(403) 453-1608 (office)
(403) 818-0696 (mobile)
bbrumwell@thunderbirdenergy.com

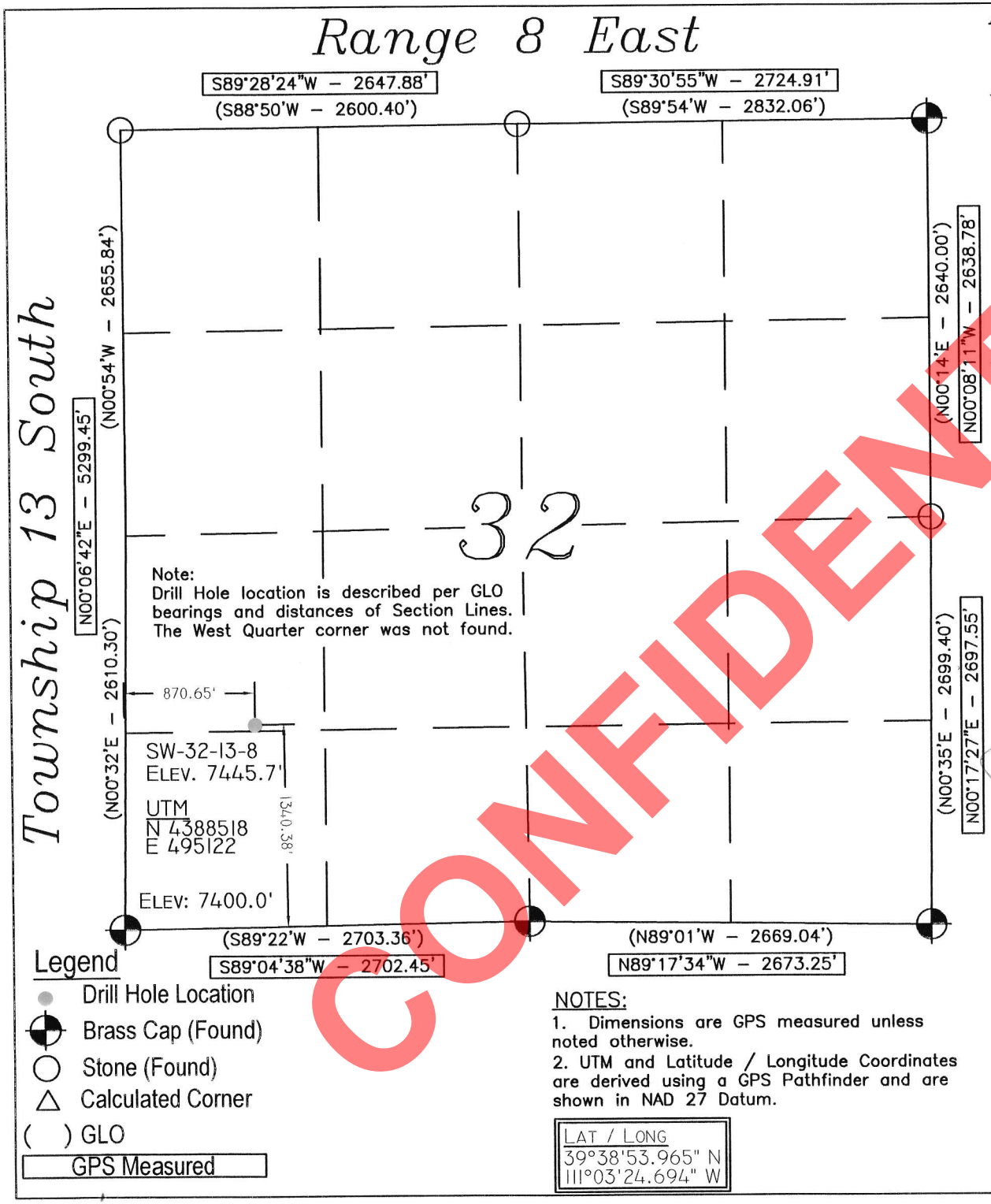
14. CERTIFICATION

I hereby certify that I, or persons under my direct supervision have inspected the proposed drill site and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge, true and correct, and that the work associated with the operations proposed herein will be performed by Gordon Creek, LLC. and its subcontractors in conformity with this plan and the terms and conditions under which it is approved.

10/27/2011
DATE

Barry Brumwell, C.E.T.
Vice President, Operations
Gordon Creek LLC. / Thunderbird Energy Inc.

API Well Number: 43007502460000



CONFIDENTIAL

Location:
The well location was determined using a Trimble 5700 GPS survey grade unit.

Basis of Bearing:
The Basis of Bearing is GPS Measured.

GLO Bearing:
The Bearings indicated are per the recorded plat obtained from the U.S. Land Office.

Basis of Elevation:
Basis of Elevation of 7400.00' being at the Southwest Section Corner of Section 32, Township 13 South, Range 8 East, Salt Lake Base and Meridian, as shown on the Jump Creek Quadrangle 7.5 minute series map.

Description of Location:
Proposed Drill Hole located in the NW/4 SW/4 of Section 32, T13S, R8E, S.L.B.&M., being North 1340.38' from South Line and East 870.65' from West Line of Section 32, T13S, R8E, Salt Lake Base and Meridian.

Surveyor's Certificate:
I, John S. Huefner, a Professional Land Surveyor, holding Certificate No. 144842 State of Utah, do hereby certify that the information on this drawing is a true and accurate survey based on data of record and was conducted under my personal direction and supervision as shown hereon.

Professional Land Surveyor
No. 144842
JOHN S. HUEFNER
State of Utah

NOTES:
1. Dimensions are GPS measured unless noted otherwise.
2. UTM and Latitude / Longitude Coordinates are derived using a GPS Pathfinder and are shown in NAD 27 Datum.

LAT / LONG
39°38'53.965" N
111°03'24.694" W

GRAPHIC SCALE
0 500' 1000'
(IN FEET)
1 inch = 1000 ft.

TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talon@etv.net

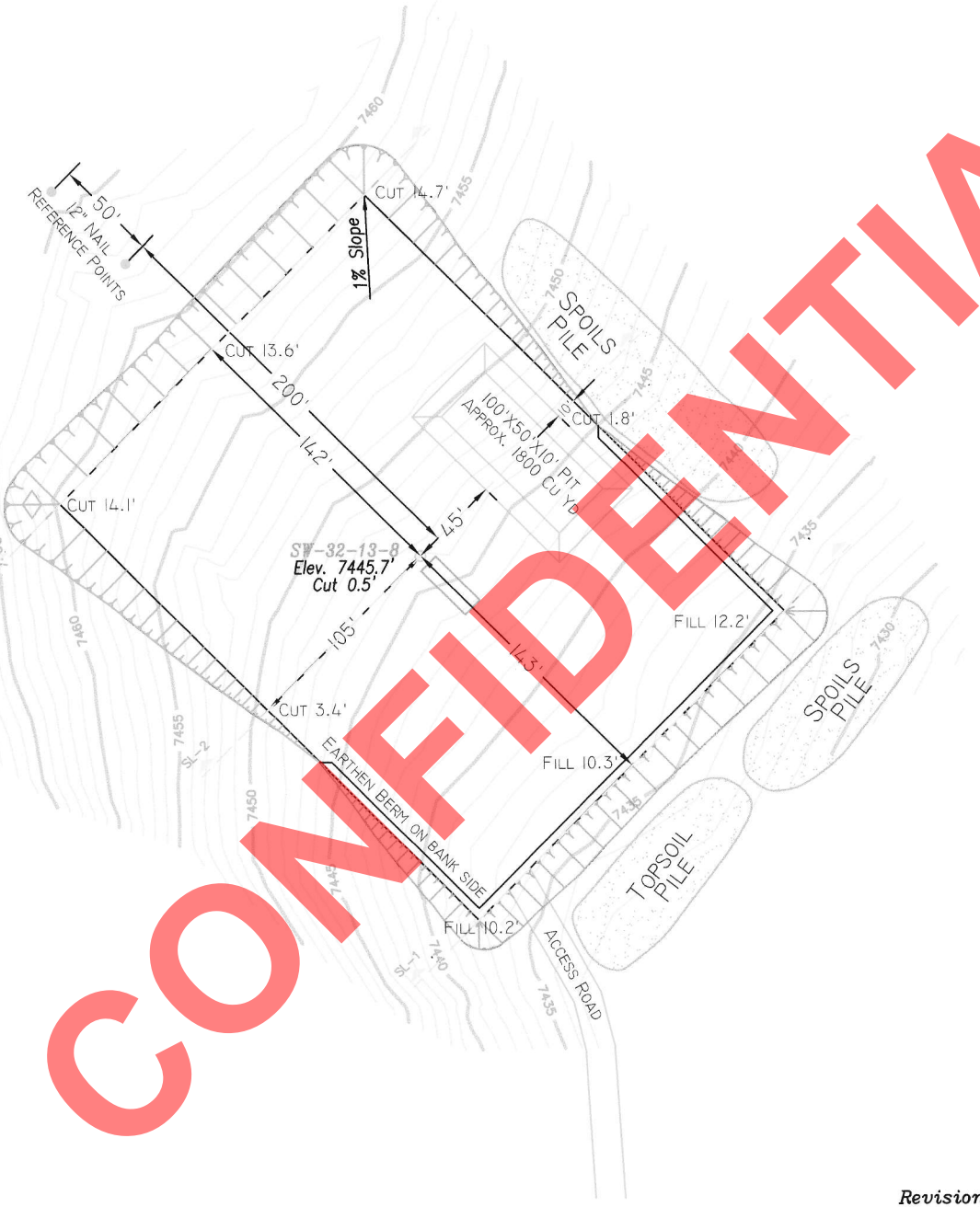
THUNDERBIRD ENERGY

SW-32-13-8
Section 32, T13S, R8E, S.L.B.&M.
Carbon County, Utah

Drawn By: N. BUTKOVICH	Checked By: A.P.C./J.S.H.
Drawing No. A-1	Date: 7/27/11
	Scale: 1" = 1000'
Sheet 1 of 4	Job No. 4694

API Well Number: 43007502460000

ELEVATION OF UNGRADED GROUND AT LOCATION STAKE = 7445.7'
ELEVATION OF GRADED GROUND AT LOCATION STAKE = 7445.2'



TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talon@etv.net

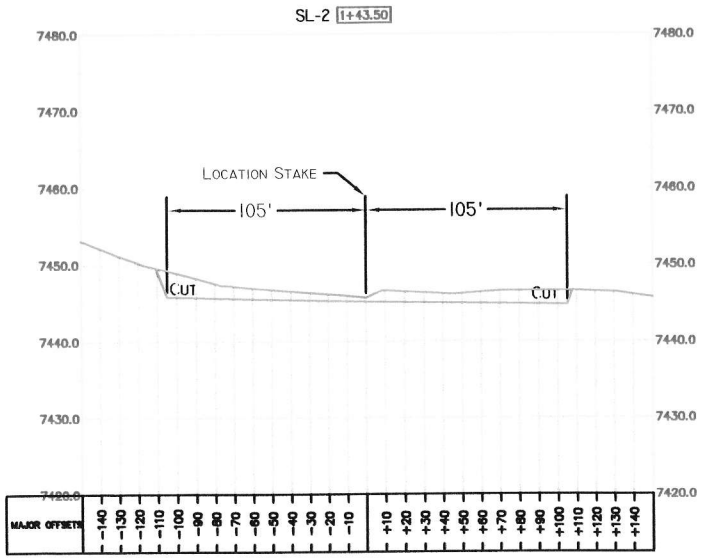
THUNDERBIRD ENERGY

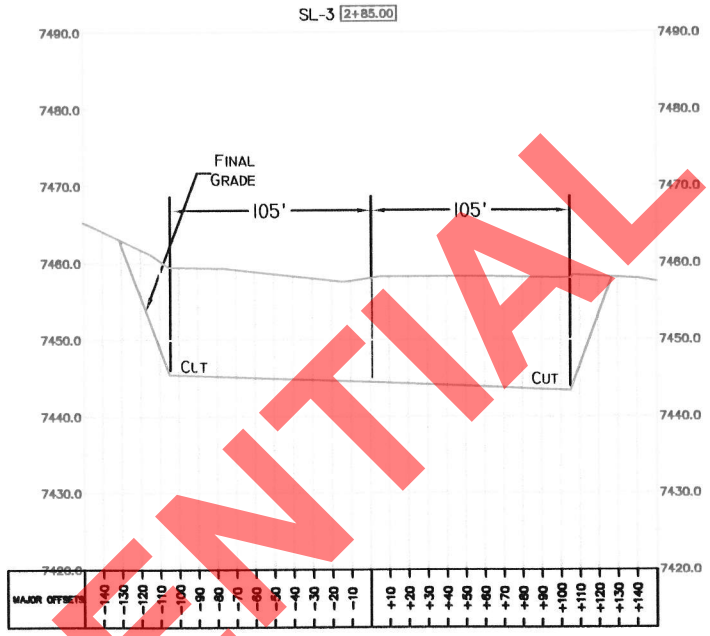
LOCATION LAYOUT
Section 32, T13S, R8E, S.L.B.&M.
SW-32-13-8

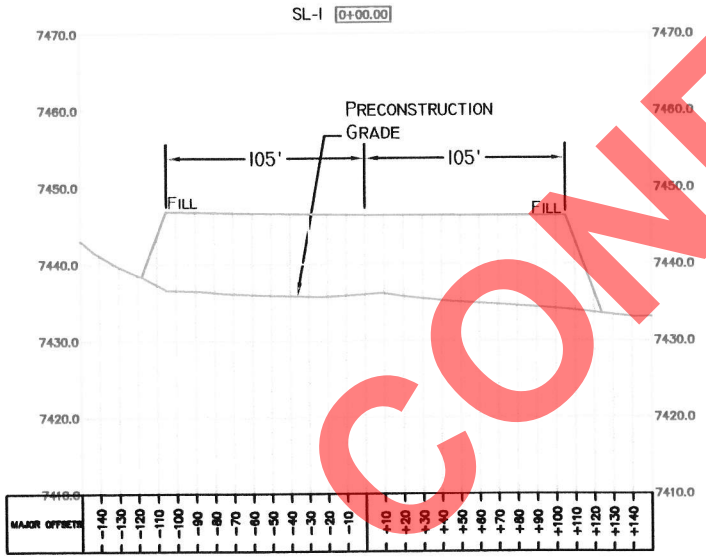
Drawn By: N. BUTKOVICH	Checked By: A.P.C.
Drawing No. A-2	Date: 7/27/11
	Scale: 1" = 80'
Sheet 2 of 4	Job No. 4694

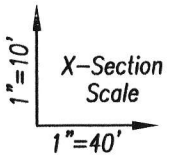
Revision: 11/23/11
Revision: 11/9/11

API Well Number: 43007502460000









SLOPE = 1 1/2 : 1

APPROXIMATE YARDAGES

(6")TOPSOIL STRIPPING = 1,410 CU. YDS.
TOTAL CUT = 10,880 CU. YDS.
TOTAL FILL = 6,705 CU. YDS.

TALON RESOURCES, INC.
615 North 400 East P.O. Box 1230
Huntington, Utah 84528
Phone (435)687-5310 Fax (435)687-5311
E-Mail talon etv.net

THUNDERBIRD ENERGY

TYPICAL CROSS SECTION
Section 32, T13S, R8E, S.L.B.&M.
SW-32-13-8

Drawn By: N. BUTKOVICH	Checked By: A.P.C.
Drawing No. C-1	Date: 7/27/11
	Scale: 1" = 100'
Sheet 3 of 4	Job No. 4694

API Well Number: 43007502460000

THUNDERBIRD
ENERGY

October 29, 2011

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Re: *Affidavit of status of the Jacob Family Surface Use Agreement*

Township 13 South, Range 8 East, SLM

Section 31: N ½ N ½
Section 32: All

Township 14 South, Range 8 East, SLM

Section 5: N ½ N ½

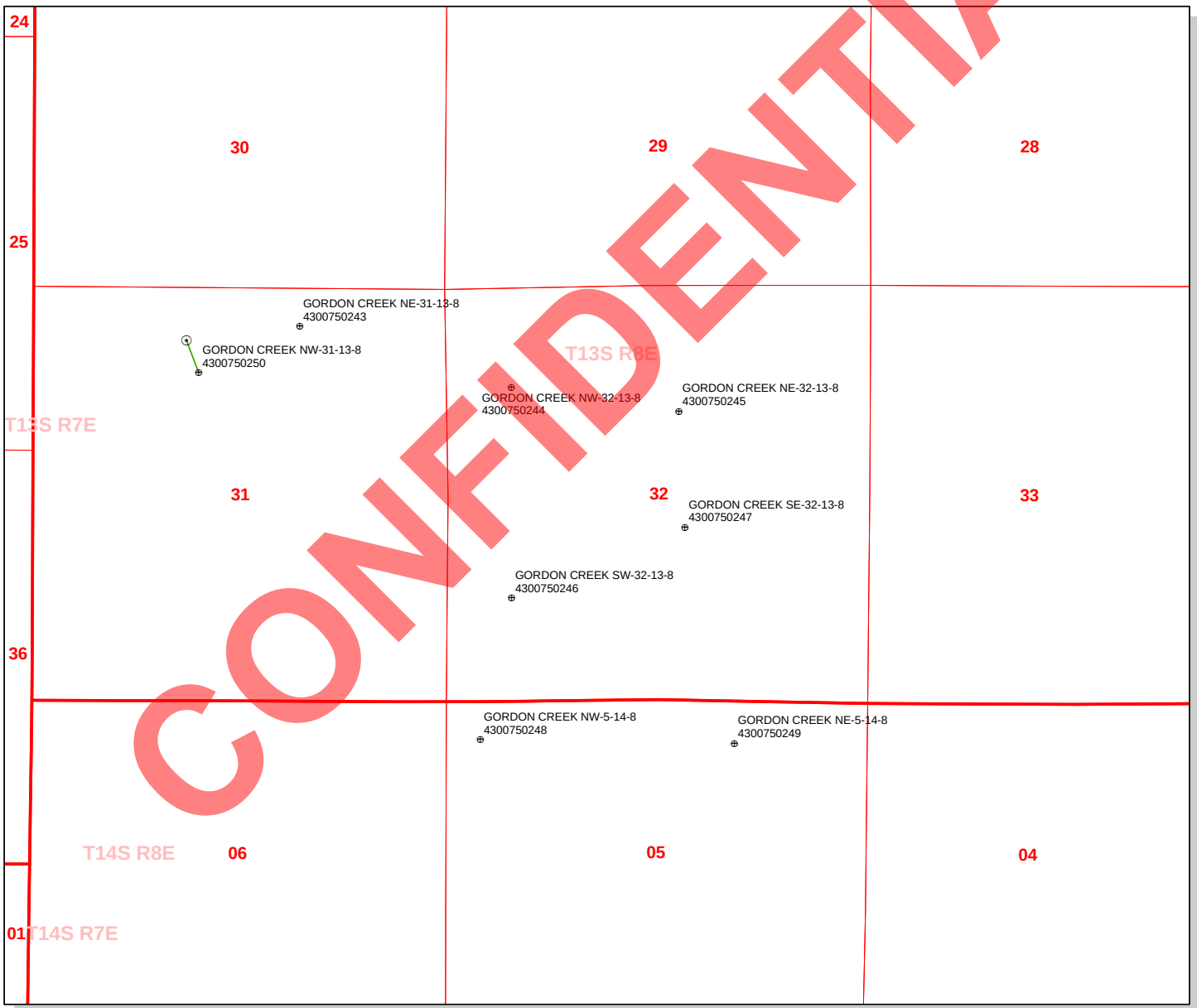
All in Carbon County, Utah

This letter may serve as notice that on the 22nd of October, 2011 we obtained a signed agreement from the Jacob Family regarding surface use fees and compensation amounts for our planned activities on their lands were agreed to. Full compensation has been paid out to the Jacobs Family, therefore we have executed the Surface Use Agreement for the above noted lands and its requirements in full.

Sincerely,

Barry Brumwell
Vice President of Operations
Thunderbird Energy / Gordon Creek, LLC.

API Well Number: 43007502460000



API Number: 4300750246

Well Name: GORDON CREEK SW-32-13-8

Township T1.3 . Range R0.8 . Section 32

Meridian: SLBM

Operator: GORDON CREEK, LLC

Map Prepared:
Map Produced by Diana Mason

Units
STATUS
ACTIVE
EXPLORATORY
GAS STORAGE
NF PP OIL
NF SECONDARY
PI OIL
PP GAS
PP GEOTHERML
PP OIL
SECONDARY
TERMINATED

Fields
STATUS
Unknown
ABANDONED
ACTIVE
COMBINED
INACTIVE
STORAGE
TERMINATED

Wells Query
Status
APD - Aproved Permit
DRL - Spuded (Drilling Commenced)
GIW - Gas Injection
GS - Gas Storage
LA - Location Abandoned
LOC - New Location
OPS - Operation Suspended
PA - Plugged Abandoned
PGW - Producing Gas Well
POW - Producing Oil Well
RET - Returned APD
SGW - Shut-in Gas Well
SOW - Shut-in Oil Well
TA - Temp. Abandoned
TW - Test Well
WDW - Water Disposal
WIW - Water Injection Well
WSW - Water Supply Well

1,700 850 0 1,700 Feet

1:15,781

RECEIVED: September 28, 2011

THUNDERBIRD
ENERGY

September 28th, 2011

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

To Whom It May Concern;

Re: ***LOCATION EXEMPTION LETTER - Gordon Creek SW-32-13S-8E***

In reference to the State of Utah Oil & Gas Conservation Rule # R649-3-2, the proposed well GORDON CREEK SW-32-13S-8E is an exception to the rule due to the topography of the 40 acre Section that the well is located in.

There are no additional lease owners with 460' of the proposed location.

If you have any further questions regarding this matter, please don't hesitate to contact me by telephone at (403) 453-1608 or via email at bbrumwell@thunderbirdenergy.com.

Respectfully;

Barry Brumwell, C.E.T.
Vice President of Operations
Thunderbird Energy
Gordon Creek, LLC.

API Well Number: 43007502460000

BOPE REVIEW GORDON CREEK, LLC GORDON CREEK SW-32-13-8 43007502460000

Well Name	GORDON CREEK, LLC GORDON CREEK SW-32-13-8 43007			
String	SURF	PROD		
Casing Size(")	8.625	5.500		
Setting Depth (TVD)	450	4228		
Previous Shoe Setting Depth (TVD)	0	450		
Max Mud Weight (ppg)	8.7	10.0		
BOPE Proposed (psi)	500	3000		
Casing Internal Yield (psi)	2950	7740		
Operators Max Anticipated Pressure (psi)	1700	7.7		

Calculations	SURF String	8.625	"	
Max BHP (psi)	.052*Setting Depth*MW=	204		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	150	YES	air drill
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	105	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	105	NO	OK
Required Casing/BOPE Test Pressure=		450	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi	*Assumes 1psi/ft frac gradient

Calculations	PROD String	5.500	"	
Max BHP (psi)	.052*Setting Depth*MW=	2199		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	1692	YES	air drill
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	1269	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	1368	NO	Reasonable
Required Casing/BOPE Test Pressure=		3000	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		450	psi	*Assumes 1psi/ft frac gradient

Calculations	String		"	
Max BHP (psi)	.052*Setting Depth*MW=			
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO	
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO	
Required Casing/BOPE Test Pressure=			psi	
*Max Pressure Allowed @ Previous Casing Shoe=			psi	*Assumes 1psi/ft frac gradient

Calculations	String		"	
Max BHP (psi)	.052*Setting Depth*MW=			
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO	
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO	
Required Casing/BOPE Test Pressure=			psi	

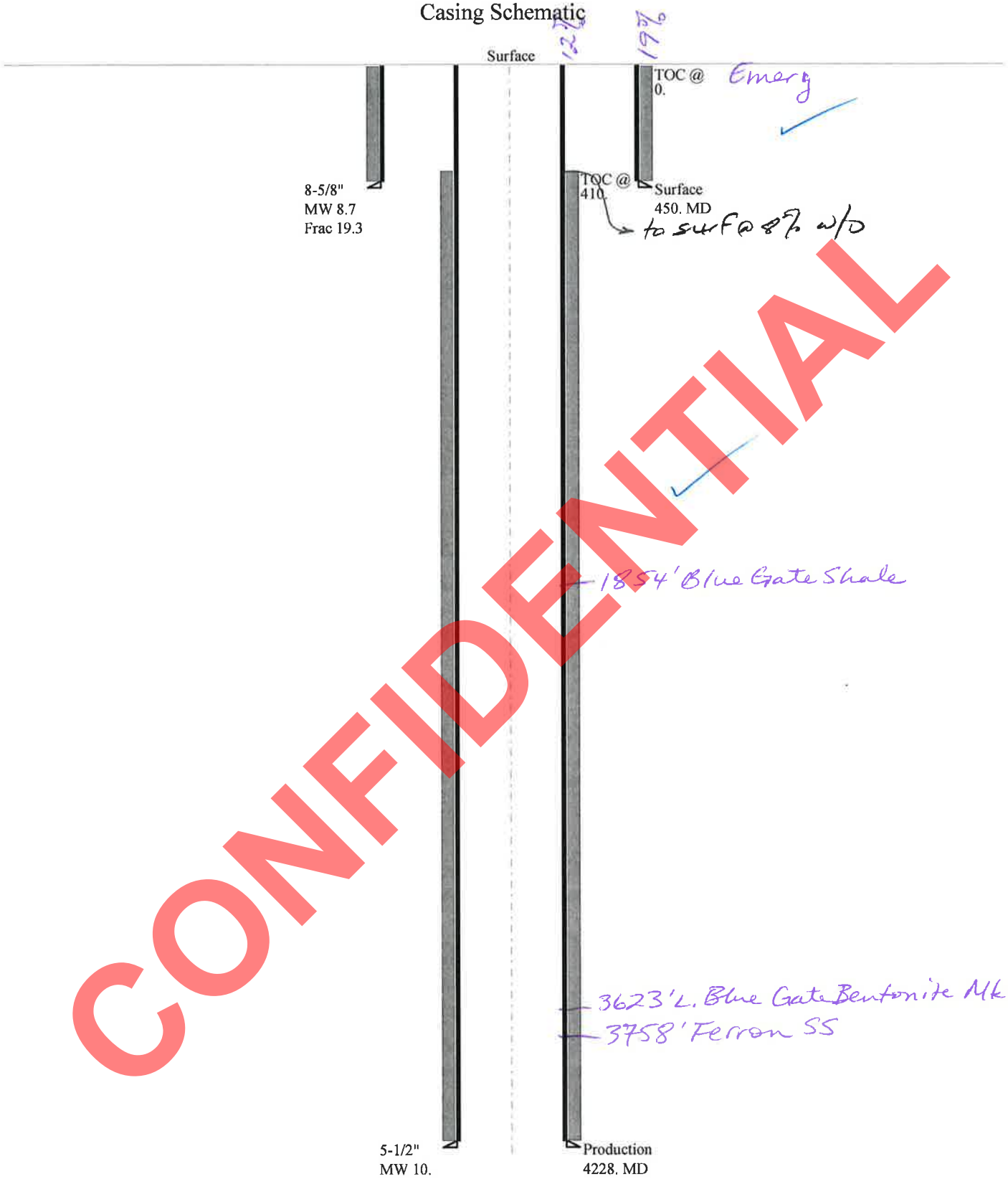
RECEIVED: October 17, 2011

***Max Pressure Allowed @ Previous Casing Shoe=**		psi *Assumes 1psi/ft frac gradient

RECEIVED: October 17, 2011

43007502460000 GORDON CREEK SW-32-13-8

Casing Schematic



Well name:	43007502460000 GORDON CREEK SW-32-13-8
Operator:	GORDON CREEK, LLC
String type:	Surface
Project ID:	43-007-50246
Location:	CARBON COUNTY

Design parameters:

Collapse
Mud weight: 8.700 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: 396 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 450 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 391 ft

Environment:
H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 80 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: Surface

Non-directional string.

Re subsequent strings:
Next setting depth: 4,228 ft
Next mud weight: 10.000 ppg
Next setting BHP: 2,196 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 450 ft
Injection pressure: 450 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	450	8.625	24.00	J-55	ST&C	450	450	7.972	2317

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	203	1370	6.736	450	2950	6.56	10.8	244	22.59 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940
Date: October 5,2011
Salt Lake City, Utah

Remarks:
Collapse is based on a vertical depth of 450 ft, a mud weight of 8.7 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	43007502460000 GORDON CREEK SW-32-13-8
Operator:	GORDON CREEK, LLC
String type:	Production
Project ID:	43-007-50246
Location:	CARBON COUNTY

Design parameters:

Collapse
Mud weight: 10.000 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: 1,266 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 2,196 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.60 (B)

Tension is based on air weight.
Neutral point: 3,587 ft

Environment:
H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 133 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: 410 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	4228	5.5	17.00	N-80	LT&C	4228	4228	4.767	23831

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	2196	6290	2.864	2196	7740	3.52	71.9	348	4.84 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940
Date: October 5,2011
Salt Lake City, Utah

Remarks:
Collapse is based on a vertical depth of 4228 ft, a mud weight of 10 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

State of Utah

GARY R. HERBERT
Governor

GREG BELL
Lieutenant Governor

Office of the Governor
PUBLIC LANDS POLICY COORDINATION

JOHN HARJA
Director

October 17, 2011

Diana Mason
Petroleum Specialist
Department of Natural Resources, Division of Oil Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, UT 84114-5801

Subject: Application for Permit to Drill; Gordon Creek
Carbon County; Section 32, Township 13.0S, Range 8.0E
RDCC Project Number 28880

Dear Ms. Mason:

The State of Utah, through the Public Lands Policy Coordination Office (PLPCO), has reviewed this project. Utah Code (Section 63J-4-601, *et. seq*.) designates PLPCO as the entity responsible to coordinate the review of technical and policy actions that may affect the physical resources of the state, and to facilitate the exchange of information on those actions among federal, state, and local government agencies. As part of this process, PLPCO makes use of the Resource Development Coordinating Committee (RDCC). The RDCC includes representatives from the state agencies that are generally involved or impacted by public lands management.

Division of Air Quality

Because fugitive dust may be generated during soil disturbance, the proposed project will be subject to Air Quality rule R307-205-5 for Fugitive Dust. These rules apply to construction activities that disturb an area greater than 1/4 acre in size. A permit, known as an Approval Order, is not required from the Executive Secretary of the Air Quality Board, but steps need to be taken to minimize fugitive dust, such as watering and/or chemical stabilization, providing vegetative or synthetic cover or windbreaks. A copy of the rules can be found at www.rules.utah.gov/publicat/code/r307/r307.htm.

The state encourages the use of Best Management Processes (BMP s) in protecting air quality in Utah. The state recommends the following BMP s as standard operating procedures:

RECEIVED: October 19, 2011

1) Emission Standards for Stationary Internal Combustion Engines of 2 g/bhp-hr of NOx for engines less than 300 HP (Tier 3) and 1 g/bhp-hr of NOx for engines over 300 HP (Tier 3).

2) No or low bleed controllers for Pneumatic Pumps, Actuators and other Pneumatic devices.

3) Green completion or controlled VOC emissions methods with 90% efficiency for Oil or Gas Atmospheric Storage Tanks, VOC Venting controls or flaring. Glycol Dehydration and Amine Units Units, VOC Venting controls or flaring, Well Completion, Re-Completion, Venting, and Planned Blowdown Emissions.

If compressors or pump stations are constructed at the site a permit application, known as a Notice of Intent (NOI), should be submitted to the Executive Secretary at the Utah Division of Air Quality at 150 N. 1950 West, Salt Lake City, Utah, 84116 for review according to R307-401: Permit: Notice of Intent and Approval Order, of the Utah Air Quality Rules. A copy of the rules may be found at www.rules.utah.gov/publicat/code/r307/r307.htm.

The State of Utah appreciates the opportunity to review this proposal and we look forward to working with you on future projects. Please direct any other written questions regarding this correspondence to the Public Lands Policy Coordination Office at the address below, or call Judy Edwards at (801) 537-9023.

Sincerely,

John Harja
Director

RECEIVED: October 19, 2011

ON-SITE PREDRILL EVALUATION
Utah Division of Oil, Gas and Mining

Operator GORDON CREEK, LLC
Well Name GORDON CREEK SW-32-13-8
API Number 43007502460000 **APD No** 4698 **Field/Unit** WILDCAT
Location: 1/4,1/4 NWSW **Sec** 32 **Tw** 13.0S **Rng** 8.0E 1340 FSL 871 FWL
GPS Coord (UTM) **Surface Owner** Mark Jacobs

Participants

M. Jones (UDOGM), B. Brumwell, S. Lessar, L. Williams, (Thunderbird), A. Childs, M. Childs (Talon), Jim Jacobs (surface ownership).

Regional/Local Setting & Topography

This propoesed well is staked west of the Consumers area in Carbon County, Utah. The site is south and west of the Gordon Creek Compressor site approximately .5 miles, owned and operated by Gordon Creek, LLC or Thunderbird Energy. The immediate setting is relatively flat, slightly sloped to the southeast and dominated by sagebrush with pinion juniper trees in the surrounding environment. To the direct west the Wasatch Platuea rises dramatically.

Surface Use Plan

Current Surface Use
Grazing
Wildlfe Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.33	**Width** 210 **Length** 285	Onsite	

Ancillary Facilities N

Waste Management Plan Adequate?

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna
sagebrush, grasses, pinion juniper.

Soil Type and Characteristics
clay loam

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? Y
Divert drainages around and away from location and access road.

Berm Required? Y
Berm location to prevent spills from leaving location.

Erosion Sedimentation Control Required? N

Paleo Survey Run? N **Paleo Potental Observed?** N **Cultural Survey Run?** N **Cultural Resources?** N

Reserve Pit

Site-Specific Factors		Site Ranking	
Distance to Groundwater (feet)	>200	0	
Distance to Surface Water (feet)	>1000	0	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	Mod permeability	10	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Not Present	0	
	Final Score	20	1 Sensitivity Level

Characteristics / Requirements

Dugout earthen 100 x 50 x 10.

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 16 **Pit Underlayment Required?** N

Other Observations / Comments

Mark Jones	10/4/2011
Evaluator	**Date / Time**

Application for Permit to Drill
Statement of Basis

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
4698	43007502460000	LOCKED	GW	P	No
Operator	GORDON CREEK, LLC		**Surface Owner-APD**	Mark Jacobs	
Well Name	GORDON CREEK SW-32-13-8		**Unit**		
Field	WILDCAT		**Type of Work**	DRILL	
Location	NWSW 32 13S 8E S 1340 FSL 871 FWL		GPS Coord (UTM)	495051E 4388716N	

Geologic Statement of Basis

Tunderbird Energy proposes to drill the well to a total depth of 4,228' and plans to set surface casing from 0'-450'. The surface string will be drilled using air unless hole conditons require the need to "mud-up" with water and gel chem. Within a 10,000 foot radius of the center of section 32, there are 44 filed water rights, however, only one is a subsurface groundwater right. Gordon Creek, LLC, has applied to drill a water-well to produce 4 acre-feet of water for oil & gas field operations. This location is within a small north-south trending graben valley. The poorly permeable silty soil has been formed from the erosion of the Upper Blue Gate Member of the Mancos Shale. Several units of the Emery Sandstone Member of the Mancos Shale are present at the near surface or within the subsurface, these strata should be included within the interval to be protected by the surface casing string. The operator should be informed of the likelihood of these units being water saturated and to respond to protecting these zones by extending the surface casing as necessary. Proposed surface casing and cement should adequately isolate any shallow zones containing water.

Ammon McDonald — **APD Evaluator**

10/13/2011 — **Date / Time**

Surface Statement of Basis

This propoesed well is staked west of the Consumers area in Carbon County, Utah. The site is south and west of the Gordon Creek Compressor site approximately .5 miles, owned and operated by Gordon Creek, LLC or Thunderbird Energy. The immediate setting is relatively flat, slightly sloped to the southeast and dominated by sagebrush with pinion juniper trees in the surrounding environment. To the direct west the Wasatch Platuea rises dramatically. The location should be bermed to prevent spills from leaving the confines of the pad. Fencing around the reserve pit will be necessary once the well is drilled to prevent wildlife and livestock from becoming a problem. Drainages should be diverted around and away from wellpad and access road. A synthetic liner of 16 mils (minimum) should be utilized in the reserve pit. There may be some disturbance during construction activities that are outside of the permitted pad boundaries to create cut and fill slopes, to create diversion ditches as discussed during the pre-site meetings, and to store topsoil and spoils as indicated on the drawings. Any of this activity should be kept to a very minimum. All other surface operations must remain within permitted pad boundaries.

Mark Jones — **Onsite Evaluator**

10/4/2011 — **Date / Time**

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location. Specifically route run-off from the north and west side of the pad around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.
Surface	Surface operations must remain within permitted pad boundaries.

RECEIVED: November 30, 2011

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 9/26/2011
API NO. ASSIGNED: 43007502460000
WELL NAME: GORDON CREEK SW-32-13-8
OPERATOR: GORDON CREEK, LLC (N3245)
PHONE NUMBER: 403 453-1608
CONTACT: Barry Brumwell

PROPOSED LOCATION: NWSW 32 130S 080E
Permit Tech Review: ☑

SURFACE: 1340 FSL 0871 FWL
Engineering Review: ☑

BOTTOM: 1340 FSL 0871 FWL
Geology Review: ☑

COUNTY: CARBON
LATITUDE: 39.64822
LONGITUDE: -111.05768
UTM SURF EASTINGS: 495051.00
NORTHINGS: 4388716.00
FIELD NAME: WILDCAT
LEASE TYPE: 4 - Fee
LEASE NUMBER: Sec 31+32 Fee Lease
PROPOSED PRODUCING FORMATION(S): FERRON SANDSTONE
SURFACE OWNER: 4 - Fee
COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ☑ **PLAT**
- ☑ **Bond:** STATE - RLB0010790
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ☑ **Water Permit:** 91-5193
- ☑ **RDCC Review:** 2011-11-23 00:00:00.0
- ☑ **Fee Surface Agreement**
- ☐ **Intent to Commingle**

Commingling Approved

LOCATION AND SITING:

- ☐ **R649-2-3.**

Unit:

- ☐ **R649-3-2. General**
- ☑ **R649-3-3. Exception**
- ☑ **Drilling Unit**

Board Cause No: R649-3-3
Effective Date:
Siting:

- ☐ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations:
1 - Exception Location - dmason
5 - Statement of Basis - bhill
21 - RDCC - dmason
23 - Spacing - dmason
27 - Other - bhill

RECEIVED: November 30, 2011

GARY R. HERBERT
Governor
GREGORY S. BELL
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES
MICHAEL R. STYLER
Executive Director
Division of Oil, Gas and Mining
JOHN R. BAZA
Division Director

Permit To Drill

****

Well Name: GORDON CREEK SW-32-13-8
API Well Number: 43007502460000
Lease Number: Sec 31+32 Fee Lease
Surface Owner: FEE (PRIVATE)
Approval Date: 11/30/2011

Issued to:
GORDON CREEK, LLC, 1179 E Main #345, Price, UT 84501

Authority:
Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-3. The expected producing formation or pool is the FERRON SANDSTONE Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:
This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:
Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:
Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:
The Application for Permit to Drill has been forwarded to the Resource Development Coordinating Committee for review of this action. The operator will be required to comply with any applicable recommendations resulting from this review. (See attached)

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

API Well No: 43007502460000

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Surface casing shall be extended to a sufficient depth in order to contain water flows as seen in the Gordon Creek ST SE-7-14-8 well.

Additional Approvals:
The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan – contact Dustin Doucet
- Significant plug back of the well – contact Dustin Doucet
- Plug and abandonment of the well – contact Dustin Doucet

Notification Requirements:
The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels
  OR
  submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at http://oilgas.ogm.utah.gov
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program – contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well – contact Dan Jarvis

Contact Information:
The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
  801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
  801-231-8956 - after office hours

Reporting Requirements:
All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

Approved By:

For John Rogers
Associate Director, Oil & Gas

CONFIDENTIAL

FORM 9

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NUMBER: SEC 31 + 32 FEE LEASE

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER

8. WELL NAME and NUMBER: GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR: GORDON CREEK, LLC.

9. API NUMBER: 4300750246

3. ADDRESS OF OPERATOR: 1179 E. MAIN #345 CITY PRICE STATE UT ZIP 84501

PHONE NUMBER: (435) 820-1489

10. FIELD AND POOL, OR WILDCAT: WILDCAT

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1340' FSL, 871' FWL

COUNTY: CARBON

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSW 32 13 8 S

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion: 1/12/2012	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: SPUD NOTICE
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

17" HOLE SPUDDED AT 13:45 HRS 1/12/2012 AND DRILLED TO 41'. 12 3/4' PIPE WAS SET AT 41' AND CEMENTED FULL LENGTH.

NAME (PLEASE PRINT): BARRY BRUMWELL, C.E.T. TITLE: VICE PRESIDENT of OPERATIONS

SIGNATURE: BBrumwell DATE: 1/19/2012

(This space for State use only)

(5/2000) (See Instructions on Reverse Side)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: GORDON CREEK, LLC.
Operator Account Number: N 3245
Address: 1179 EAST MAIN, #345
city PRICE
state UT zip 84501
Phone Number: (435) 820-1489

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4300750248	GORDON CREEK NW-5-14-8	NWNW	5	14S	8E	CARBON

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
A	99999	18385	1/12/2012	1/31/12

Comments: 17" HOLE SPUDDED AT 12:30 HRS 1/12/2012 AND DRILLED TO 44'. 12 3/4" PIPE SET AT 44' AND CEMENTED FULL LENGTH.
FRSD
CONFIDENTIAL

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County
4300750246	GORDON CREEK SW-32-13-8	NWSW	32	13S	8E	CARBON

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
A	99999	18386	1/12/2012	1/31/12

Comments: 17" HOLE SPUDDED AT 13:45 HRS 1/12/2012 AND DRILLED TO 41'. 12 3/4" PIPE SET AT 41' AND CEMENTED FULL LENGTH.
FRSD
CONFIDENTIAL

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County
4300750249	GORDON CREEK NE-5-14-8	NWNE	5	14S	8E	CARBON

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
A	99999	18387	1/12/2012	1/31/12

Comments: 17" HOLE SPUDDED AT 16:00 HRS 1/12/2012 AND DRILLED TO 36'. 12 3/4" PIPE SET AT 36' AND CEMENTED FULL LENGTH.
FRSD
CONFIDENTIAL

ACTION CODES:
- **A** - Establish new entity for new well (single well only)
- **B** - Add new well to existing entity (group or unit well)
- **C** - Re-assign well from one existing entity to another existing entity
- **D** - Re-assign well from one existing entity to a new entity
- **E** - Other (Explain in 'comments' section)

RECEIVED
JAN 19 2012
DIV. OF OIL, GAS & MINING

BARRY BRUMWELL, C.E.T.
Name (Please Print)
Signature
VP of OPERATIONS
Title
1/19/2012
Date

(5/2000)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 2/20/2012	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Change Cement Blend

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Our cementing contractor is unable to source the Cenospheres required for the prod csg cement blend approved for this well. We are therefore requesting approval to use a different cement blend. Its a combination of a high early cement w/ Gypsum-60 & Sodium Metasilicate to tie up free water & give a better comp strength. Its a 10.5#/gal Lead & 11.5#/gal tail. The previously approved 10.7#/gal Cenosphere slurry gave 906psi comp strength in 72 hours, the newly proposed blend lead is 350psi in 72 hours; the tail slurry (which covers the Ferron productive zone) is 1085psi in 72 hours. The new proposed slurry would add ~170 psi diff pressure over currently pumping pressures(calc using 1000' Tail cmt & Lead cmt to sfc). We propose 100% excess on the lead cement & 50% on the tail cement. This newly proposed blend is very simular to what other Operators have run in the area with great success.

Approved by the Utah Division of Oil, Gas and Mining

Date: February 21, 2012

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations

SIGNATURE	DATE
N/A	2/17/2012

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078

Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Primary Cementing Proposal

Thunderbird

Gordon Creek Productions

5 1/2 IN PRODUCTION CASING

Well Location

Field: *Gordon Creek*
County: *Carbon*
State: *Utah*

Well Information

Casing Size:	*5 1/2 [in]*
Casing Depth:	*4400 [ft]*
TVD:	4400 *[ft]*
O.H. Size:	*7 7/8 [in]*
O.H. Depth:	4400 *[ft]*
Pvs.Casing Size:	*8 5/8 [in]*
Pvs. Casing Depth	*800 [ft]*
BHST:	*128.4 [°F]*
BHCT:	*103 [°F]*

Water Estimates

Spacer:	*20.0 [bbls]*
Total Mix Water:	*179.7 [bbls]*
Displacement:	*104.1 [bbls]*
Wash up:	*30.0 [bbls]*
Total Water Estimate:	*333.9 [bbls]*

BREAK THROUGH

Prepared For: *Barry Brumwell*
Bo Stinson
Date Prepared: *2/15/12*

Prepared By: *Don Hardinger*
Phone: *435 790 2550*
Fax: *435 781 0270*
Email: dhardinger@swsi.com

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078
Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Thunderbird

Gordon Creek Productions

5 1/2 IN PRODUCTION CASING

Well Bore Information

Drilling Fluid *8.4 ppg Water Based Drilling Fluid*

Previous Casing Depth:
800 [ft]

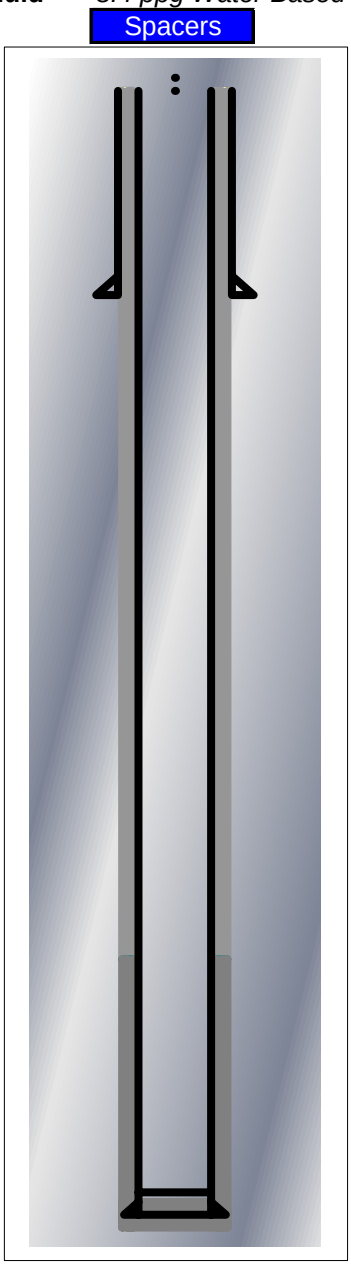
Casing in Casing Factor:
0.1931 [cuft/ft]

Differential Pressure
539 [psi]
[assumes vertical hole]

Total Annular Excess
86 %

Casing in OH1 Factor:
0.1733 [cuft/ft]
(Without Excess)

Casing Capacity Factor:
0.1342 [cuft/ft]



Note: Drawing may not be 100% Accurate with different situations.

Lead Cement
Top: *Cement to Surface*
Fill: *3400 [ft]*
Excess: 100 %
Vol: *1055 [cuft]*

Tail Cement
Top: *3400 [ft]*
Fill: *1000 [ft]*
Excess: 50 %
Vol: *265 [cuft]*

Shoe Track Length
44 [ft]

Measured Depth
4,400 [ft]

Displacement Volume: 104 [bbls]

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078
Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Thunderbird

Gordon Creek Productions

5 1/2 IN PRODUCTION CASING

Mud / Cement Spacer System:

20 bbls Water @ 8.33 [lb/gal]

20 BBLS of Gelled water W/Superflake

Lead System

256 sks

2% Gypsum-60 + 0.25LB/SK Super Flake + 2% Super Sil-SP

Mix Weight:	**10.50**	**[lb/gal]**
Yield:	**4.12**	**[cuft/sk]**
Mix Water:	**25.89**	**[gal/sk]**

Tail System

111 sks

High Early Compressive + 2% Gypsum - 60 + 0.25 LB/SK Super Flake + 2% Super Sil - SP

Mix Weight:	**11.50**	**[lb/gal]**
Yield:	**2.39**	**[cuft/sk]**
Mix Water:	**8.23**	**[gal/sk]**

Displacement Fluid

104 bbls of Water

Always refigure on location!!!!

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078
Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Price Code	Description	Amount	Units of Sale	Unit Cost	Total Cost
20-200-0001	Mileage DOT Units - Cmt - per unit, per mile, one way	150	ut-mi	$ 7.60	$ 456.00
20-200-0002	Mileage non-DOT Units -Cmt - per unit, per job	150	ut-mi	$ 4.30	$ 258.00
20-200-0008	Bulk Cement Delivery - per sack, per one way mile	55091	sk-mi	$ 0.18	$ 3,966.55
20-215-0001	Bulk Blending Service - per sack	367	sk	$ 3.20	$ 469.76
20-220-0045	Depth Pumped 4,001' to 4,500' - first 4 hours, per unit	1	unit	$ 3,800.00	$ 1,520.00
20-299-0007	Plug Container HP or Double - each, per job	1	ea	$ 710.00	$ 284.00
20-299-0008	AccuDat Recording System- each, per job	1	ea	$ 1,230.00	$ 492.00
20-299-0010	High Energy Mix System (HEMS) - each, per job	1	ea	$ 746.00	$ 298.40
25-305-1020	Cement 'C' - per Sack	367	sk	$ 36.80	$ 5,402.24
25-335-0003	Gilsonite - per pound	2564	lb	$ 1.50	$ 1,538.40
25-300-0001	Gypsum Cement 60 - per pound	690	lb	$ 1.69	$ 466.44
25-335-0001	Super Flake - per pound	92	lb	$ 6.40	$ 235.52
25-330-0100	Super Sil - SP - per pound	690	lb	$ 10.10	$ 2,787.60
35-485-0030	Super Gel 30 - per pound	40	lb	$ 21.10	$ 337.60
20-220-1000	Depth Add Hrs - Stand-by - per unit, per hour	1	ut-hr	$ 514.00	$ 514.00
20-200-9998	Fuel Surcharge - as applied	1	ea	$ 525.00	$ 525.00
				Gross Price	**$ 47,320.28**
				Discounted Price	**$ 19,551.51**

DISCLAIMER OF LIABILITY: With respect to this report, neither Superior Well Services nor any of their employees, makes any warranty, express or implied, including the warranties of merchantability and fitness for a particular purpose, or assumes any legal liability or responsibility for the accuracy, completeness, or usefulness of any information, apparatus, product, or process disclosed, or represents that its use would not infringe privately owned rights.

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078
Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Superior Chemical Descriptions

Chemical	Description
High Early Compressive	*API Class "C" Portland Cement [94 lbs/sk]*
Gilsonite	*Low density (SG=1.07) asphaltite mineral extender made up of black angular solids used to prepare lower density cements.*
Gypsum - 60	*Gypsum cement additive used for thixotropic cements or its expansive properties.*
Super Flake	*Cellophane or Polyester flakes used as a loss circulation additive.*
Super Sil - SP	*Sodium Metasilicate extender and accelerator.*

Superior Equipment and Personnel Requested

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078
Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Well Head Connection	**5 1/2" Cement Head**	*Single Plug Pull Pin Style with Quick Latch Bowl type connection*
Cement Pump Truck	*1 Superior tractor trailer mounted cement double pump. Superiors tractor trailer cement pumps consist of a recirculating jet mixer, non-radioactive densiometer, 2 high pressure triplex pumps, and data ports to record pressures, rates and densities with Superior's AccuDat software.* *This quote is for 4 hours on location, after that time any down hole pump will be charged at $575.00 (0% discount) per hour and any standby pump at $514.00 per hour .*	
Cement Bulk Units	*Superior Tractor Trailer style bulk trucks with 2 330 cuft bulk material bottles.* *Superior Tractor Trailer style bulk trucks with 2 330 cuft bulk material bottles.* *This quote is for 4 hours on location for the mobile bulk equipment, additional hours will be charged at $196.00 (0% discount) per hour per truck on mobile bulk units only.*	
AccuDat Software	*Superior records all jobs with our AccuDat acquision software. It is capable of recording pressures, rates, and densities simultaneously. AccuDat shows graphs and digital displays as the job is happening. After the job a post job report can be printed out and given to the customer.*	
Wellsite Services	*A derrick charge of $886 can be applied when the plug container is more than 10 ft off the rig floor, a $2220 charge for circulating equipment requested before the crew arrives, and a $123 charge for a plug container left on the well. All are subject to the appropriate discount.*	
Technical Services	*Superior Provides many other services at no charge. Included in that are pressurized mud scales, Cement Job Simulation (requested), Wet and Dry Samples, and Cementing Lab testing when applicable.*	
Personnel Services	*Superior's personnel are provided at no charge for the first 4 hours on location. After that we may charge $147 per hour (0% discount) for Supervisors or Engineers and $136 per hour for any operators on location.*	

February 15, 2012

RECEIVED: Feb. 17, 2012

Superior Well Services
1453 E 335 S
Vernal, Utah 84078

Office: 435 781 0270
Fax: 435 781 0270
www.swsi.com

BREAK THROUGH

Barry Brumwell
Bo Stinson

The services and materials quoted are based on the best information available at the time that this quotation was prepared. When the actual work is performed the amounts and types of services and materials may require adjustments from this quotation. Actual amounts and types of services and materials will be charged at the time the work is performed. Unit prices from Superior's current price list and discounts quoted are applied as per this quotation, unless otherwise noted.

This quotation is for the materials and services presented under this cover letter. The prices and discounts are based on Superior being awarded the work on a first call basis. Prices maybe adjusted if the work is not on a first call basis. Prices are valid for a period of 3 months following this quotation. Taxes, if any, will be applied to the actual invoice.

All services and materials sold and provided by Superior are subject are General Terms and Conditions, which includes warranty and limited liability provisions. It is agreed between both parties that all materials and services are furnished within the Superiors' General Terms and Conditions and customary Work Order Agreement.

Sincerely

Don Hardinger

RECEIVED: Feb. 17, 2012

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 7/5/2012	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: RUN CASED HOLE LOGS

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

ONCE THE AREA FOREST FIRES HAVE SUBSIDED AND WE ARE ALLOWED ONTO LOCATION, THE INTENT OF THIS SUNDRY NOTICE IS TO MOVE AN ELECTRIC WIRELINE UNIT ONTO THE WELL AND RUN A CASED HOLE GE-CBL-CCL LOG FROM TOTAL DEPTH TO SURFACE CASING, AND ALSO PRESSURE TEST THE 5 1/2" PRODUCTION CASING TO 3,000 psi. WE WOULD THEN SUSPEND OPERATIONS UNTIL PERFORATING AND STIMULATION OPERATIONS ARE PLANNED & PREPARED, WHICH WOULD BE DONE UNDER THE COVER OF A SEPARATE SUNDRY NOTICE.

Approved by the Utah Division of Oil, Gas and Mining

Date: July 12, 2012

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations
SIGNATURE		**DATE**
N/A		6/29/2012

RECEIVED: Jun. 29, 2012

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
✓ DRILLING REPORT Report Date: 2/23/2012	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Executive Summary and Drilling Reports attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
August 22, 2012

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations
SIGNATURE		**DATE**
N/A		8/22/2012

EXECUTIVE SUMMARY REPORT

WELL:	GORDON CREEK SW-32-13-8	***API #:***	4300750246
COUNTY:	CARBON COUNTY, UTAH	***SPUD:***	13:45 HRS, 01/12/2012
OBJECTIVE:	To drill & complete a Ferron Gas well	***R.R.:***	01:30 HRS, 02/23/2012
RIG CONTRACTOR:	CapStar Drilling		

BIT INFORMATION:

TYPE	SIZE (inches)	DEPTH IN (ft)	DEPTH OUT (ft)	ROT. HOURS	TOTAL HOURS
UNKNOWN	17	0	41	UNKNOWN	UNKNOWN
PDC	11	41	820	10.5	10.5
HAMMER BIT	7 7/8	820	1307	3.5	14
PDC	7 7/8	1307	4600	83.5	94

CONDUCTOR CASING:

HOLE SIZE: 17 ***CONDUCTOR SET FROM:*** 0' to 41'

The 12 ¾" conductor pipe was run to 41' and cemented full length.

SURFACE CASING:

HOLE SIZE: 11" ***SURFACE CASING FROM:*** 0' to 820'

Ran a total of 18 joints of 8 5/8", 24 #/ft, J-55, ST&C casing landed at 814.75' KB. Cemented with 440 sks of premium G cement mixed at 15.7 ppg with 3% CaCl2 + 0.25 #/sk Superflake + 3 #/sk Super GR. No returns, plugs held OK. Top fill through 1" pipe with 55 sks of cement.

HOLE SIZE: 7 7/8" ***PRODUCTION CASING FROM:*** 0' to 4582.85'

Ran a total of 107 joints of 5 ½", 17.0 #/ft, N-80, LT&C casing landed at 4,582.85' KB. Cemented with 231 sks of Class III cement at 10.7 ppg + 2% Gypsum + 2% Super SIL-SP + 0.25 #/sk SuperFlake + 3 #/sk Super GR, tailed in with 160 sks of Class III cement at 11.5 ppg + 2% Gypsum + 2% Super SIL-SP + 0.25 #/sk SuperFlake + 3 #/sk Super GR. Bumped plug, floats held, no returns at surface.

PLEASE REFER TO THE ATTACHED DRILLING REPORTS FOR SPECIFIC DAILY WELL INFORMATION

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$10,389
RIG COMPANY:	Cap Star	CUM. COST:	$10,389
EST. T.D:		AFE EST (D&A):	(D&C): $458,000

DAY:	1	REPORT DATE	24-Jan-12	STATUS 06:00			Drilling		
DEPTH:	320	PROG:	279	KB:	5.00	GL:	7445.70		
SURVEYS:									
MUD TYPE:	air	WT:		VISC:		WL:		PH:	FC:
ADDITIVES:									

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
1	113467	11"	Reed	PDC	open	12K	101	279	2.5	111.6	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
PDC bit	11"	2"	1.00
reamer	10"	2"	15.00
5-DC,	5.500"	2"	150.00
		TOTAL	166.00

TIME DISTRIBUTION

MOVE RIG:	2.00	L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:		WAIT MOVE	
SURVEY:		WOC:	
PRESSURE TEST:		RUN CSG:	
DRILL:	2.50	DST:	
HANDLE TOOLS:		TRIP:	
CIRCULATE:		WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	5.50
Rig Out		Nipple Up	
TOTAL HOURS:	10.00		

LAST CASING SUMMARY

RAN ____ JTS ____ in ____ #/ft ____ GRADE ____ CONN.

LANDED AT ____ ft KB. TOTAL LENGTH ____ feet

CEMENTED WITH

PLUG DOWN AT ____ HRS. ON ____ WITH ____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	19:00	No activity
19:00	21:00	Move rig and equipment on location
21:00	24:00	rig up, set up equipment
0:00	4:00	rigging up, transferred DC & DP, pick up bha, and rih, (drilling at 3:35am)
4:00	6:00	drilled from 41' to 320',

Weather:

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$33,842
RIG COMPANY:	Cap Star	CUM. COST:	$44,231
EST. T.D:	4228'	AFE EST (D&A):	(D&C): $458,000

DAY:	2	REPORT DATE	25-Jan-12	STATUS 06:00			drilling @ 320'				
DEPTH:	820	PROG:	500	KB:	5.00	GL:	7445.70				
SURVEYS:											
MUD TYPE:		WT:		VISC:		WL:		PH:		FC:	
ADDITIVES:											

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
1	113467	11"	Reed	PDC	open	12K	101	500	8.5	62.5	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
PDC	11"	2"	1.00
reamer	10"	2"	15.00
Dc-5	5.500"	2"	150.00
		TOTAL	166.00

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	2.00
RIG SERVICE:		WAIT MOVE	
SURVEY:		WOC:	7.00
PRESSURE TEST:		RUN CSG:	4.00
DRILL:	8.00	DST:	
HANDLE TOOLS:	3.00	TRIP:	
CIRCULATE:		WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	
Rig Out		Nipple Up	
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN	18 JTS	814.25' in	24 #/ft	J-55	GRADE	STC	CONN.
LANDED AT	814.25 ft KB.	TOTAL LENGTH	808.25 feet				
CEMENTED WITH	API class, G Premium cement 440sks,						
PLUG DOWN AT	4:17am HRS. ON		WITH	none	ft3 CEMENT RETURNS.		
LOGS RUN							

REMARKS

6:00	14:00	Drilled from 320' to 820', (water zone between 570' & 590', 1-2 bpm influx only noticable water zone seen)
14:00	15:30	TOOH, laying down DP & DC with BHA (TOOH smooth)
15:30	16:00	transfer DP and casing, prep to RIH, Talley pipe
16:00	18:30	RIH with 18 Jts. Of 8.625" casing, landed at 814.25', Baffle plate @ 769.15'
18:30	1:00	WO cementers to arrive
1:00	2:00	spot in equipment and rig up cementers
2:00	2:30	safety meeting, test lines to 2000#
2:30	4:30	pumped 20 bbls high vis sweep with 50# celiflake, 10 bbl. Spacer, 440 sks of premium class G cement. pumped 20 bbls high vis sweep with 50# celiflake,pumped @ 3.5bpm, density @ 15.4 to 15.8 PPG, displaced with 48 bbls of H2O pressure climbed up to 450# then broke back to 200# then continued to climb to plug down, (pressure break @ 8 bbls left in displ.) pressure at plug down 845#, bleed back to 200#, SI well for 30 minutes to top fill casing
4:30	5:00	SI
5:00	6:00	top fill casing with 55 sks of cement, holding at surface, shut down, cleaned up and rig down cementers

Weather:

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$4,597
RIG COMPANY:	Cap Star	CUM. COST:	$73,476
EST. T.D:		AFE EST (D&A):	(D&C): $458,000

DAY:	3	REPORT DATE	26-Jan-12	STATUS 06:00				WOC to set up			
DEPTH:	820	PROG:		KB:	5.00	GL:	7445.70				
SURVEYS:											
MUD TYPE:		WT:		VISC:		WL:		PH:		FC:	
ADDITIVES:											

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL	

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
		TOTAL	

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:		WAIT MOVE	
SURVEY:		WOC:	8.00
PRESSURE TEST:		RUN CSG:	
DRILL:		DST:	
HANDLE TOOLS:		TRIP:	
CIRCULATE:		WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME	1.00	Other	
Rig Out		Nipple Up	
TOTAL HOURS:	9.00		

LAST CASING SUMMARY

RAN _____ JTS _____ in _____ #/ft _____ GRADE _____ CONN.

LANDED AT _____ ft KB. TOTAL LENGTH _____ feet

CEMENTED WITH _____

PLUG DOWN AT _____ HRS. ON _____ WITH _____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	14:00	WOC to set up on surface casing, moved equipment off location to next Pad
14:00	15:00	broke loose, cut off casing stump, rig down and moved.

Weather: cold and clear

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$83,532
RIG COMPANY:	Cap Star	CUM. COST:	$157,008
EST. T.D:		AFE EST (D&A):	(D&C): $458,000

DAY:	4	REPORT DATE	17-Feb-12	STATUS 06:00				rig up		
DEPTH:	989	PROG:	169'	KB:	7456.70	GL:	7445.70			
SURVEYS:	836'/6.92									
MUD TYPE:		WT:		VISC:		WL:		PH:		FC:
ADDITIVES:										

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
2	70210956	7.875	centerrock	hammer	open	5-7	60	174.75	1.5	174.75	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
Hammer bit	7.875	2.25"	1.00
Hammer	7.15	2.25"	6.57
10-DC	6.25"	2.25"	304.06
bit sub	6.25"	2.25"	2.68
		TOTAL	314.31

TIME DISTRIBUTION

MOVE RIG:	6.00	L.D.D.S.:	
RIG TO SPUD:	6.00	LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:		WAIT MOVE	
SURVEY:	0.50	WOC:	
PRESSURE TEST:	2.50	RUN CSG:	
DRILL:	1.50	DST:	
HANDLE TOOLS:		TRIP:	4.00
CIRCULATE:		WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:	1.00	DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	
Rig Out		Nipple Up	2.50
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN _____ JTS _____ in _____ #/ft _____ GRADE _____ CONN.

LANDED AT _____ ft KB. TOTAL LENGTH _____ feet

CEMENTED WITH

PLUG DOWN AT _____ HRS. ON _____ WITH _____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	12:00	MORU,
12:00	4:00	nipple up bop, laid out flow lines, set up equipment.
4:00	8:30	plumb in mud tank, fill upright with water, rig up air package
8:30	11:00	Rig up BOP tester and test.
11:00	12:30	pick up BHA
12:30	3;00	Rih, tagged cement @ 720'
3:00	4:30	drilled out of surface casing to 877'
4:30	5:00	survey @ 836", 6.92 degree
5:00	6:00	drilled from 877' to 989'

Weather: clear and muddy

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$56,662
RIG COMPANY:	Cap Star	CUM. COST:	$213,670
EST. T.D:	4228	AFE EST (D&A):	(D&C): $458,000

DAY:	5	REPORT DATE	18-Feb-12	STATUS 06:00			drilling				
DEPTH:	1957	PROG:	1137	KB:	7456.70	GL:	7445.70				
SURVEYS:	960'/6.18	1086'/5.02	1213'/4.47	1330'/4.10	1456'/3.65	1548'/3.38	1673'/3.12	1829'/2.24			
MUD TYPE:	H2O	WT:	mist	VISC:		WL:		PH:		FC:	
ADDITIVES:	Clay fix	KCL	drill foam								

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
2	70210956	7.875	Centerrock	Hammer	open	4-7	60	492.75	3.5	164.25	
3	TJ0904	7.875	Shear	PDC	20	7-15	60	650	12	54.2	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
PDC bit	7.875	2"	0.70
Bit Sub	6.25	2.25	2.68
10-DC	6.25	2.25	304.06
		TOTAL	307.44

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:	0.50	WAIT MOVE	
SURVEY:	4.00	WOC:	
PRESSURE TEST:		RUN CSG:	
DRILL:	14.00	DST:	
HANDLE TOOLS:		TRIP:	3.50
CIRCULATE:	2.00	WAIT ON:	
NIPPLE ON BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	
Rig Out		Nipple Up	
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN _____ JTS _____ In _____ #/ft _____ GRADE _____ CONN.

LANDED AT _____ ft KB. TOTAL LENGTH _____ feet

CEMENTED WITH _____

PLUG DOWN AT _____ HRS. ON _____ WITH _____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	6:30	survey @ 960', 6.18 degree
6:30	7:00	drilled from 989' to 1117'
7:00	7:30	survey @ 1086', 5.02
7:30	8:30	Drilled from 1117' to 1245', (H2O influx at 1150 @ 60 GPM)
8:30	9:00	survey @ 1213', 4.47 degree
9:00	9:30	Drilled from 1245' to 1307', water hydrastatic over burden on hammer
9:30	10:00	cir hole clean prep to TOOH
10:00	11:30	POOH with air hammer
11:30	12:00	Rig service
12:00	14:00	RIH with PDC bit
14:00	15:00	Break cir
15:00	15:30	Drilled from 1307' to 1360'
15:30	16:00	Survey @ 1330', 4.10 degree
16:00	18:30	drilled from 1360' to 1486'
18:30	19:00	Survey @ 1456', 3.65 degree
19:00	20:30	Drilled from 1486' to 1577"'
20:30	21:00	survey @ 1548', 3.38 degree
21:00	23:30	drilled from 1577' to 1704'
23:30	0:00	survey @ 1673', 3.12 degree
0:01	2:30	drilled from 1704' to1834'
2:30	3:00	lost all returns, picked up air volume regained cir.drilled to 1859'
3:00	3:30	survey @ 1829', 2.24 degree
3:30	6:00	drilled from 1859' to 1957'

Weather: clear and cold

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$34,817
RIG COMPANY:	Cap Star	CUM. COST:	$248,487
EST. T.D:	4228	AFE EST (D&A):	(D&C): $458,000

DAY:	6	REPORT DATE	19-Feb-12	STATUS 06:00				drilling	
DEPTH:	2755	PROG:	798	KB:	7456.70	GL:	7445.70		
SURVEYS:	2113'/2.54	2424'/1.47							
MUD TYPE:		WT:		VISC:		WL:		PH:	FC:
ADDITIVES:									

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
3	TJ0904	7.875	Shear	PDC	20	15	60	1448	29	49.9	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
same			
		TOTAL	

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:		WAIT MOVE	
SURVEY:	1.00	WOC:	
PRESSURE TEST:		RUN CSG:	
DRILL:	17.00	DST:	
HANDLE TOOLS:		TRIP:	1.50
CIRCULATE:	3.00	WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	1.50
RIG DOWN TIME		Other	
Rig Out		Nipple Up	
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN _____ JTS _____ in _____ #/ft _____ GRADE _____ CONN.

LANDED AT _____ ft KB. TOTAL LENGTH _____ feet

CEMENTED WITH _____

PLUG DOWN AT _____ HRS. ON _____ WITH _____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	8:00	drilled from 1957' to 2018', lost cir at connection
8:00	8:30	worked pipe to ct break cir.
8:30	9:30	drilled from 2018" to 2050'
9:30	10:30	lost cir. Worked pipe, pressure up to 989# , no progress
10:30	11:00	short trip to 1116'
11:00	13:00	unloaded hole, RIH to 1366' unload hole again, unloade hole @ 1611', 1839', 2049',2050'
13:00	13:30	Drilled from 2050' to 2082"
13:30	15:30	Tried to unload hole, pressure to high up to 1500#'s
15:30	17:00	drilling with fluids, drilled from 2082' to 2123',
17:00	18:30	switched back to air/fluids, brought pump pressure up to 450#, broke cir. Drilled from 2123' to 2176'
18:30	19:00	survey @ 2113', 2.54 degree
19:00	23:30	drilled from 2176' to 2453'
23:30	24:00	survey @ 2424', 1,47 degree
24:00	6:00	drilled from 2453' to 2755'

Weather: clear

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$31,800
RIG COMPANY:	Cap Star	CUM. COST:	$280,287
EST. T.D:	4400	AFE EST (D&A):	(D&C): $458,000

DAY:	7	REPORT DATE	20-Feb-12	STATUS 06:00			drilling				
DEPTH:	3790	PROG:	1035	KB:	7456.70	GL:	7445.70				
SURVEYS:	2890'/.61	3354'/1.38	3664'/1.36								
MUD TYPE:		WT:		VISC:		WL:		PH:		FC:	
ADDITIVES:											

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
3	TJ0904	7.875	Shear	PDC	20	7-10	60	2483	50.5	49.2	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
same			
		TOTAL	

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:	0.50	WAIT MOVE	
SURVEY:	1.50	WOC:	
PRESSURE TEST:		RUN CSG:	
DRILL:	21.50	DST:	
HANDLE TOOLS:		TRIP:	
CIRCULATE:	0.50	WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	
Rig Out		Nipple Up	
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN ____ JTS ____ in ____ #/ft ____ GRADE ____ CONN.

LANDED AT ____ ft KB. TOTAL LENGTH ____ feet

CEMENTED WITH

PLUG DOWN AT ____ HRS. ON ____ WITH ____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	9:30	drilled from 2755' to 2922.
9:30	10:00	survey @ 2890', .61 degree
10:00	13:30	drilled from 2922; to 3078'
13:30	14:00	Rig service
14:00	20:00	drilled from 3078' to 3384'
20:00	20:30	survey @ 3354', 1.38 degree, LP went down restarted, switched to fluid, cir to pit
20:30	1:00	drilling from 3384' to 3569'
1:00	1:30	pit down back to air/fluid
1:30	3:30	drilled from 3569' to 3696'
3:30	4:00	survey @ 3664', 1.36 degree
4:00	6:00	drilled from 3696' to 3790'

Weather: Snow and windy

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$30,300
RIG COMPANY:	Cap Star	CUM. COST:	$310,587
EST. T.D:	4600	AFE EST (D&A):	(D&C): $458,000

DAY:	8	REPORT DATE	21-Feb-12	STATUS 06:00			drilling		
DEPTH:	4398	PROG: 608		KB: 7456.70		GL: 7445.70			
SURVEYS:	3948'/.94	4262'/1.46							
MUD TYPE:		WT:		VISC:		WL:		PH:		FC:
ADDITIVES:									

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
3	TJ0904	7.875	Shear	PDC	20	12k	60	3091	72	42.93	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
same			
		TOTAL	

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	
WELD ON BBL:		CEMENT:	
RIG SERVICE:	0.50	WAIT MOVE	
SURVEY:	1.00	WOC:	
PRESSURE TEST:		RUN CSG:	
DRILL:	21.50	DST:	
HANDLE TOOLS:		TRIP:	
CIRCULATE:	1.00	WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	
Rig Out		Nipple Up	
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN ____ JTS ____ in ____ #/ft ____ GRADE ____ CONN.

LANDED AT ____ ft KB. TOTAL LENGTH ____ feet

CEMENTED WITH

PLUG DOWN AT ____ HRS. ON ____ WITH ____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	10:30	drilled from 3790' to 3979'
10:30	11:00	survey @ 3948', .94 degree
11:00	13:00	drilled from 3979' to 4040', sand stone in sample 80/20 sand.
13:00	13:30	Repair on rig pump
13:30	14:00	drilled from 3979' to 4073'
14:00	15:00	switched back to air/mist
15:00	23:00	drilled from 4073' to 4293'
23:00	23:30	survey @ 4262', 1.46 degree
23:30	6:00	drilled from 4293' to 4398', coal in samples 4280', 4340', 4370, ROP @ 9-25, WOB 9-12K, torque @ 2300-2500 psi

Weather: cold and clear

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$40,350
RIG COMPANY:	Cap Star	CUM. COST:	$350,937
EST. T.D:	4600	AFE EST (D&A):	(D&C): $458,000

DAY:	9	REPORT DATE	22-Feb-12	STATUS 06:00			drilling		
DEPTH:	4600	PROG: 202		KB: 7456.70		GL: 7445.70			
SURVEYS:	4568'/1.77								
MUD TYPE:	h2o	WT: 8.334		VISC: 32		WL:	PH:		FC:
ADDITIVES:	clay treat	polymer	LCM	Inhibitor	Kcl				

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE
3	TJ0904	7.875	Shear	PDC	20	8-16	60	3293	83.5	39.44	

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
same			
		TOTAL	

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	1.00
WELD ON BBL:		CEMENT:	
RIG SERVICE:	0.50	WAIT MOVE	
SURVEY:		WOC:	
PRESSURE TEST:		RUN CSG:	
DRILL:	11.50	DST:	
HANDLE TOOLS:		TRIP:	7.50
CIRCULATE:	3.50	WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	
Rig Out		Nipple Up	
TOTAL HOURS:	24.00		

LAST CASING SUMMARY

RAN _____ JTS _____ in _____ #/ft _____ GRADE _____ CONN.

LANDED AT _____ ft KB. TOTAL LENGTH _____ feet

CEMENTED WITH _____

PLUG DOWN AT _____ HRS. ON _____ WITH _____ ft3 CEMENT RETURNS.

LOGS RUN

REMARKS

6:00	12:30	drilling from 4398' to 4477',
12:30	13:00	Rig service
13:00	18:00	drilled from 4477' to 4600', TD @ 6:38 pm, 2-21-12
18:00	20:30	cir. Hole clean with fluid, good cir. @ start, lost cir. Pumped 60 bbls. Polymer sweep still no cir., survey @ 4568', 1.77 degree
20:30	21:30	short trip to 3542'
21:30	22:30	RIH , tagged @ 4599'
22:30	23:30	run sweep with polymer and lcm to get cir
23:30	5:00	POOH, laying down
5:00	6:00	spot in and rig up loggers

Weather: cloudy and windy, (high gust)

GORDON CREEK, LLC

THUNDERBIRD ENERGY

DAILY DRILLING REPORT

WELL NAME:	Thunderbird Energy	LOCATION:	SW- 32-13-8
		WELL API #:	4300750246
COMPANY MAN:	Bo Stinson	REPORTING TO:	Barry Brumwell
CELLULAR #:	435-630-6344	PHONE #:	403-818-0696
SPUD DATE:	40920.57292	A.F.E. #:	11DRL005
R.R. DATE:		DAILY COST:	$129,171
RIG COMPANY:	Cap Star	CUM. COST:	$480,107
EST. T.D:	4600	AFE EST (D&A):	(D&C): $458,000

DAY:	10	REPORT DATE	23-Feb-12	STATUS 06:00				logging well		
DEPTH:	4600	PROG:		KB:	7456.70	GL:	7445.70			
SURVEYS:										
MUD TYPE:		WT:		VISC:		WL:		PH:		FC:
ADDITIVES:										

BIT #	SERIAL #	SIZE	MFG	TYPE	JETS	WOB	RPM	FEET DRLD	HOURS	ROP	GRADE

PUMP	DESCR.	LINER	STK	SPM	RATE	PRESS	AV DC	AV DP	NOZZLE VEL	

DRILLING ASSEMBLY

TOOL	OD	ID	LENGTH
		TOTAL	

TIME DISTRIBUTION

MOVE RIG:		L.D.D.S.:	
RIG TO SPUD:		LOGGING:	3.00
WELD ON BBL:		CEMENT:	2.00
RIG SERVICE:		WAIT MOVE	
SURVEY:		WOC:	
PRESSURE TEST:		RUN CSG:	7.50
DRILL:		DST:	
HANDLE TOOLS:		TRIP:	
CIRCULATE:	1.50	WAIT ON:	
NIPPLE DN BOP:		WELD BOWL	
DRILL OUT:		DIR. WORK:	
REAM:		PASON	
SAFETY MEETING:		SLIP LINE:	
STUCK & FISH:		WORK CON:	
RIG DOWN TIME		Other	1.00
Rig Out		Nipple Up	
TOTAL HOURS:	15.00		

LAST CASING SUMMARY

RAN	107	JTS	5.5 in	17	#/ft	n-80	GRADE	ltc	CONN.
LANDED AT	4582.85	ft KB.	TOTAL LENGTH		feet			
CEMENTED WITH	230sks lead 10'5# class 3, 160sks tail 11.5# class3							
PLUG DOWN AT	20:46	HRS. ON		WITH	none	ft3 CEMENT RETURNS.		

LOGS RUN

triple combo,compensated neutron, density, Gamma ray, dual induction guard log

REMARKS

6:00	9:00	rigging up loggers & log well
9:00	9:30	Rig down loggers and relesed
9:30	10:00	prep to run casing
10:00	17:30	TIH with 5.5" casing, landed casing @ 4582.85', float collar @ 4538.78, high winds thru out day slowed trip in hole
17:30	19:00	pumped 280 bbls pit water to fill casing, fluid u-tub, checked string wieght 73000#, rigged up cementers, safety meeting, prep to test
19:00	21:00	started job, pumped 40 bbl. Gell pill with 50 celflake, 5 bbl spacer and 20 bbl gell sweep 50 # celiflake, then cement 230 sks lead, 160 sks tail, displaced with 105 bbls of h2o, no returns to pit, lift pressure max seen @ 480# , plug down time @ 20:46
21:00	22:00	rig down cementers & released.
22:00	24:00	nippled down bop and flange, to set night cap.
24:00	1:30	released rig.

Weather: windy and cold

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 9/4/2012	✓ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	✓ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	✓ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Perforate Ferron Formation

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

We plan to perf the Lower Ferron 4396'-4402', 4370'-4375', 4358'-4364', 4350'-4354', 4340'-4344', 4330'-4333', 4300'-4303' & 4284'-4290', then acidize/frac the Lower Ferron perfs with a 57.2 T treatment. Then set a WR plug at +/- 4275'. Then perf the Upper Ferron 4222'-4224', 4214'-4216', 4208'-4210', 4191'-4195', 4160'-4162', 4154'-4156', 4142'-4146', 4100'-4104', 4054'-4060', 4041'-4045' & 4030'-4034', then acidize/frac the Upper Ferron perfs with a 55.6 T fracture treatment. Then flow back all zones on clean up before moving on W/O rig to RIH & pull all WR plugs, then run tbg, pump & rods. Then install pumpjack and place well on production as a Ferron Gas Well.

Approved by the Utah Division of Oil, Gas and Mining

Date: August 27, 2012

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations
SIGNATURE		**DATE**
N/A		8/21/2012

RECEIVED: Aug. 21, 2012

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
✓ SUBSEQUENT REPORT Date of Work Completion: 6/30/2012	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: No Activity

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

There was NO activity on this well from Drilling Rig Release Date (01:30 02/23/2012) until June 30, 2012. The well was cased with 5 1/2" production casing to 4,582.85' KB and is sitting as a cased Potential Ferron Gas Well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
August 28, 2012

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations
SIGNATURE		**DATE**
N/A		8/27/2012

CONFIDENTIAL

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ (highlight changes)

FORM 8

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. LEASE DESIGNATION AND SERIAL NUMBER: FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

1a. TYPE OF WELL: OIL WELL ☐ GAS WELL ☐ DRY ☐ OTHER

7. UNIT or CA AGREEMENT NAME:

b. TYPE OF WORK: NEW WELL ☐ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER

8. WELL NAME and NUMBER: GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR: GORDON CREEK, LLC.

9. API NUMBER: 4300750246

3. ADDRESS OF OPERATOR: 1179 E. MAIN, #345 CITY PRICE STATE UT ZIP 84501

PHONE NUMBER: (403) 453-1608

10 FIELD AND POOL, OR WILDCAT: WILDCAT

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 1340' FSL & 871' FWL
AT TOP PRODUCING INTERVAL REPORTED BELOW: 1229' FSL & 888' FWL
AT TOTAL DEPTH: 1206' FSL & 880 FWL SWSW BHL by HSM

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NWSW 32 13S 8E

12. COUNTY: CARBON

13. STATE: UTAH

14. DATE SPUDDED: 11/5/2011

15. DATE T.D. REACHED: 11/14/2011

16. DATE COMPLETED: 10/14/2012 ABANDONED ☐ READY TO PRODUCE ☑

17. ELEVATIONS (DF, RKB, RT, GL): RKB = 7456.0'

18. TOTAL DEPTH: MD 4,600 TVD ~~4,600~~ 4595

19. PLUG BACK T.D.: MD 4,538 TVD 4,538

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE PLUG SET: MD TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
CD/CN/GR, DUAL INDUCTION GUARD LOG/GR, DUAL INDUCTION GUARD LOG/GR, CBL/CCL/GR

23.
WAS WELL CORED? NO ☒ YES ☐ (Submit analysis)
WAS DST RUN? NO ☒ YES ☐ (Submit report)
DIRECTIONAL SURVEY? NO ☐ YES ☒ (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
17"	12.75		0	41				0 CIR	
11"	8.625 J55	24	0	815		G 495		0 CIR	
7.875"	5.500 N80	17	0	4,582		CLS III 391		4040 CBL	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2.375"	4,451							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) FERRON	4,028	4,420	4,028	4,420
(B)				
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
4,030 4,402	0.56	312	Open ☑ Squeezed ☐
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
4030-4224 (MULTI INTS)	SLICKWATER BORATE FRAC w/ 48,464 # OF 20/40 WHITE & 85,872 # OF 16/30 WHITE
4287-4402 (MULTI INTS)	SLICKWATER BORATE FRAC w/ 43,496 # OF 20/40 WHITE & 78,528 # OF 16/30 WHITE

29. ENCLOSED ATTACHMENTS:

☑ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☑ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER: COMPLETION RPTS

30. WELL STATUS: SHUT IN

RECEIVED
NOV 13 2012
DIV. OF OIL, GAS & MINING

(5/2000)

(CONTINUED ON BACK)

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

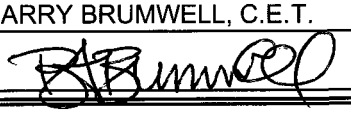
Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
FERRON	4,028	4,420	SANDSTONES AND COALS	Lower Bluegate Bentonite Mkr	3,946
				Upper Ferron Marine SS	4,028
				Ferron SS	4,093
				Ferron Basal Marine	4,395
				Tununk Shale	4,511

35. ADDITIONAL REMARKS (Include plugging procedure)

PLEASE SEE ATTACHMENT FOR COMPLETE PERF. INTERVALS, UNABLE TO FIT ALL INTERVALS ON THIS FORM.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) BARRY BRUMWELL, C.E.T. TITLE VICE PRESIDENT of OPERATIONS

SIGNATURE  DATE 11/1/2012

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

(5/2000)

To Whom It May Concern;

The well GORDON CREEK SW-32-13-8 was perforated and stimulated with the following intervals:		
STAGE #2	4030 - 4032 4043 - 4045 4056 - 4060 4100 - 4104 4142 - 4146 4154 - 4156 4160 - 4162 4193 - 4195 4208 - 4210 4214 - 4216 4222 - 4224	FRACTURE STIMULATED WITH A SLICKWATER BORATE FRAC with 48,464 # OF 20/40 WHITE SAND and 85,872 # OF 16/30 WHITE SAND.
STAGE #1	4287 - 4290 4301 - 4303 4331 - 4333 4348 - 4352 4358 - 4364 4372 - 4375 4398 - 4402	FRACTURE STIMULATED WITH A SLICKWATER BORATE FRAC with 43,496# OF 20/40 WHITE SAND and 78,528 # OF 16/30 WHITE SAND.
IT WAS NOT POSSIBLE TO FIT ALL OF THIS INFORMATION ON FORM 8.		

MS Energy Services

Job Number: SVGJ-120752
Company: Gordon Creek, LLC
Lease/Well: Gordon Creek State SW-32-13-8
Location: Carbon County, UT
Rig Name: MS Wireline
RKB: 0'
G.L. or M.S.L.: GL

State/Country: Utah/USA
Declination: 11.49°
Grid: East To True North
File name: F:\SURVEY\2012SU~1\GORDON~1\LORENZ\GORDON~1\SW32138.SVY
Date/Time: 26-Jul-12 / 15:23
Curve Name: Surface - 4565' M.D. (Rate Gyro)

We hereby certify that our survey data from Surface MD to 4565 MD is, to the best of our knowledge a true and accurate account of the well bore.

Scott Elias 7/26/12
MS Energy Services Date

WINSERVE SURVEY CALCULATIONS
Minimum Curvature Method
Vertical Section Plane .00
Vertical Section Referenced to Wellhead
Rectangular Coordinates Referenced to Wellhead

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	CLOSURE Direction Deg	Dogleg Severity Deg/100
.00	.00	.00	.00	.00	.00	.00	.00	.00	.00
100.00	.47	108.25	100.00	-.13	.39	-.13	.41	108.25	.47
200.00	1.09	144.93	199.99	-1.04	1.33	-1.04	1.68	127.99	.77
300.00	2.29	162.76	299.94	-3.72	2.46	-3.72	4.46	146.49	1.30
400.00	3.28	167.20	399.83	-8.42	3.69	-8.42	9.19	156.33	1.01
500.00	3.95	164.95	499.63	-14.54	5.22	-14.54	15.44	160.25	.68
600.00	4.93	167.84	599.32	-22.06	7.02	-22.06	23.15	162.35	1.00
700.00	5.75	169.56	698.89	-31.19	8.83	-31.19	32.42	164.19	.84
800.00	6.39	169.54	798.33	-41.59	10.75	-41.59	42.96	165.51	.64
900.00	6.14	166.76	897.73	-52.27	12.98	-52.27	53.86	166.05	.39

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	CLOSURE Direction Deg	Dogleg Severity Deg/100
1000.00	5.32	165.11	997.23	-61.95	15.40	-61.95	63.84	166.04	.84
1100.00	4.51	165.31	1096.86	-70.24	17.59	-70.24	72.41	165.94	.81
1200.00	3.97	165.44	1196.59	-77.39	19.46	-77.39	79.80	165.89	.54
1300.00	3.51	163.87	1296.38	-83.68	21.18	-83.68	86.32	165.80	.47
1400.00	3.18	167.93	1396.21	-89.33	22.61	-89.33	92.15	165.80	.41
1500.00	3.03	170.23	1496.06	-94.65	23.64	-94.65	97.56	165.98	.19
1600.00	2.95	172.93	1595.92	-99.81	24.40	-99.81	102.75	166.26	.16
1700.00	2.80	176.03	1695.80	-104.80	24.89	-104.80	107.71	166.64	.22
1800.00	2.61	175.01	1795.69	-109.50	25.25	-109.50	112.38	167.01	.20
1900.00	2.47	172.75	1895.59	-113.91	25.72	-113.91	116.78	167.27	.17
2000.00	2.19	171.07	1995.50	-117.94	26.29	-117.94	120.83	167.43	.29
2100.00	2.29	167.50	2095.43	-121.77	27.02	-121.77	124.74	167.49	.17
2200.00	2.07	165.85	2195.36	-125.48	27.89	-125.48	128.54	167.47	.23
2300.00	1.63	162.65	2295.30	-128.58	28.76	-128.58	131.76	167.39	.45
2400.00	1.57	161.33	2395.26	-131.24	29.62	-131.24	134.54	167.28	.07
2500.00	1.57	164.88	2495.23	-133.86	30.42	-133.86	137.27	167.20	.10
2600.00	1.39	162.36	2595.19	-136.34	31.14	-136.34	139.85	167.13	.19
2700.00	1.02	162.57	2695.17	-138.34	31.78	-138.34	141.95	167.06	.37
2800.00	.85	170.28	2795.16	-139.92	32.17	-139.92	143.57	167.05	.21
2900.00	.49	184.82	2895.15	-141.08	32.26	-141.08	144.72	167.12	.40
3000.00	.53	212.31	2995.15	-141.90	31.98	-141.90	145.46	167.30	.25
3100.00	.60	219.07	3095.14	-142.70	31.40	-142.70	146.11	167.59	.10
3200.00	.78	237.36	3195.13	-143.47	30.50	-143.47	146.67	168.00	.28
3300.00	1.12	244.77	3295.12	-144.25	29.04	-144.25	147.15	168.62	.36
3400.00	1.11	254.66	3395.10	-144.93	27.22	-144.93	147.46	169.36	.19
3500.00	1.00	258.11	3495.09	-145.36	25.43	-145.36	147.57	170.08	.13
3600.00	.96	281.17	3595.07	-145.38	23.76	-145.38	147.31	170.72	.39
3700.00	1.12	296.67	3695.05	-144.78	22.06	-144.78	146.45	171.34	.32
3800.00	1.15	300.58	3795.03	-143.83	20.32	-143.83	145.26	171.96	.08

Surface - 4565' M.D. (Rate Gyro) File: F:\SURVEY\2012SU~1\GORDON~1\LORENZ\GORDON~1\SW32138.SVY

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	CLOSURE Direction Deg	Dogleg Severity Deg/100
3900.00	1.39	308.81	3895.01	-142.56	18.52	-142.56	143.76	172.60	.30
4000.00	1.34	313.15	3994.98	-141.00	16.72	-141.00	141.99	173.24	.11
4100.00	1.23	314.42	4094.96	-139.45	15.10	-139.45	140.26	173.82	.11
4200.00	1.04	309.21	4194.94	-138.12	13.63	-138.12	138.79	174.37	.22
4300.00	1.04	303.50	4294.92	-137.05	12.17	-137.05	137.59	174.93	.10
4400.00	.79	305.19	4394.91	-136.15	10.85	-136.15	136.58	175.44	.25
4500.00	1.21	303.76	4494.89	-135.17	9.41	-135.17	135.49	176.02	.42
Last Survey Depth Recorded									
4565.00	1.26	324.96	4559.88	-134.20	8.43	-134.20	134.46	176.41	.70

Gordon Creek, LLC.

THUNDERBIRD ENERGY

Well Completion/Workover Report

Well Name:	Gordon Creek SW-32-13-8	**Todays Date:**	September 28, 2012
Objective:	PERF/FRAC 2 STAGES FERRON, RUN TBG, BHP/RODS	**Day #:**	1
AFE #:	11CMP005 Daily Cost: $168,741 Prev. Cost: $6,442	**Cummulative Cost:**	$175,183

Zones of Interest:	Name:	Ferron	Perf Int.'s	Multiple	
	Name:		Perf Int.'s		
	Name:		Perf Int.'s		

Casing:	Size	Weight	Grade	Landed @
Surface:	8 5/8"	24#	J-55	814.75'
Production:	5 1/2"	17#	N-80	4582.85'
Inter/Liner:	0	0	0	0

Rod String:	No. of	Size	Type

Tubing:	Size	Weight	Landed @	PSN Depth
#1				
#2				

Pump Description:

Depths:	TD:	4600	PBTD:	4544			
Elevations:	KB:	7457	GL:	7446	KB-GL:	11.00	**API #:** 43-007-50246

AM Pressures: **Tubing:** **Casing:** **SCV:**

24 Hour Summary: **Frac two stages, perforate two zones, set one 5 1/2" Benoit Flow Thru WR Plug**

Operation at 0800 Hours:

Time	Detailed Description of Previous Days Operations
7:30	Travel to location
8:00	Nabors crew still moving trucks over and rigging up
9:45	MIRU RMWS
10:15	PJSM with all personnel on location
10:30	MIRU RMWS & RIH with Select Fire perf guns on 1 run and perforate lower Ferron 4398'-4402', 4372'-4375', 4358'-4364', 4348'-4352', 4331'-4333', 4301'-4303', & 4287'-4290'. with 25 gram charges(0.56" EH) loaded @ 6 shots/ft on 60° phasing. RD RMWS
12:30	MIRU Nabors, prime up and pressure test to 7,721 psi, holding steady
12:38	Open well with 197 psi, 2 bbls to load, BD 1,248 psi at 7.5 bpm Dropped rate to 83 bpm at 4.5 ppg to get a higher concentration Flushed 2.2 bbls over bottom perf, reached 5.3 ppg
13:06	ISIP - 477 psi, FG - 0.549 psi/ft, 5 min - 219 psi, 10 min - 49 psi 12 min - 0 psi, BLTR - 1,482 bbls
13:18	MIRU RMWS & RIH with Select Fire perf guns on 1 run and perforate upper Ferron 4222'-4224', 4214'-4216', 4208'-4210', 4193'-4195', 4160'-4162', 4154'-4156', 4142'-4146, 4100'-4104, 4056'-4060, 4043'-404 & 4030'-4032, with 25 gram charges(0.56" EH) loaded @ 6 shots/ft on 60° phasing. RIH with 5 1/2" Benoit Flow Thru WR Plug and set plug at 4,275' COE. POOH, RDMO RMWS
15:45	MIRU Nabors, prime up
15:48	Open well with 0 psi, 42 bbls to load, BD 2,285 psi at 7.5 bpm Dropped rate to 85 bpm at 4.5 ppg to get a higher concentration Lost the blender tub at 5 ppg, sand spiked to 6 ppg, had to cut the sand and drop rate to get it lined out and back to 91 bpm and 5.4 ppg Flushed 3.9 bbls over bottom perf, reached 6 ppg with spike
16:11	ISIP - 821 psi, FG - 0.642 psi/ft, 5 min - 35 psi, 6 min - 0 psi BLTR - 1,525 bbls, RDMO Nabors and move to NW-5-14-8

Daily Cost Summary

Item	Amount
RFR - tank rent	$280
RNI - water haul	$4,680
RMWS - perfing	$14,331
HOWA - Potash	$18,034
Seaboard - BOP	$1,114
PEMI	$1,310
Nabors	$125,950
Benoit	$3,042
Daily Cost:	$168,741

Personnel On Location:

Rig:	33
Services:	6
G.C.L.L.C.:	1
Total:	40

Fluid Record:	**Oil**	**Water**
Hauled in		
Total Fluid :		
Fluid Pumped In:		
Left to Recover		
Fluid Hauled Out		
Load Left to Recover:		

AM Weather & Roads:	
Weather:	
Temp:	
Lease:	
Roads:	
Rig Co:	
Rig #:	

Contact Information:	
Supervisor:	Brad Pottebaum
Cell #:	303-218-8278
Alt #:	0
Report to:	Barry Brumwell - Calgary Head Ofc.
Email to:	bbrumwell@thunderbirdenergy.com

Gordon Creek, LLC.

THUNDERBIRD ENERGY

Well Completion/Workover Report

Well Name:	Gordon Creek SW-32-13-8	**Todays Date:**	October 16, 2012
Objective:	PERF/FRAC 2 STAGES FERRON, RUN TBG, BHP/RODS	**Day #:**	2
AFE #:	11CMP005 Daily Cost: $2,980 Prev. Cost: $175,183	**Cummulative Cost:**	$178,163

Zones of Interest: Name: _____ Perf Int.'s _____
Name: _____ Perf Int.'s _____
Name: Perf Int.'s

Casing:	Size	Weight	Grade	Landed @
Surface:	8 5/8"	24#	J-55	814.75'
Production:	5 1/2"	17#	N-80	4582.85'
Inter/Liner:	0	0	0	0

Rod String:	No. of	Size	Type

Tubing:	Size	Weight	Landed @	PSN Depth
#1				
#2				

Pump Description:

Depths:	TD:	4600	PBTD:	4544			
Elevations:	KB:	7457	GL:	7446	KB-GL:	11.00	**API #:** 43-007-50246
AM Pressures:	**Tubing:**	**0**	**Casing:**	**40**	**SCV:**	**0**	

24 Hour Summary:

Operation at 0800 Hours: No activity, moved on location @ 1:30 pm

Time	Detailed Description of Previous Days Operations
13:30	move to location, spot in rig,
14:30	rig up
15:30	waiting on truck to move BOP & pump & tank
16:30	nipple down WH & nippled up BOP
18:30	talley pipe and TIH with Bailer assembly, & 93 jts.
19:00	SWIFN & SD

Daily Cost Summary

Item	Amount
rig	$1,475
Hardy serv	$345
Neilson	$660
SWS	$500
Daily Cost:	$2,980

Personnel On Location:	
Rig:	4
Services:	3
G.C.L.L.C.:	1
Total:	8

Fluid Record:	**Oil**	**Water**
Hauled in		100
Total Fluid :		
Fluid Pumped In:		
Left to Recover		
Fluid Hauled Out		
Load Left to Recover:		

AM Weather & Roads:	
Weather:	clear & wind
Temp:	53
Lease:	ok
Roads:	ok
Rig Co:	Pro well ser
Rig #:	#5

Contact Information:	
Supervisor:	Brad Pottebaum
Cell #:	303-218-8278
Alt #:	0
Report to:	Barry Brumwell - Calgary Head Ofc.
Email to:	bbrumwell@thunderbirdenergy.com

Gordon Creek, LLC.

THUNDERBIRD ENERGY

Well Completion/Workover Report

Well Name:	Gordon Creek SW-32-13-8	**Todays Date:**	October 17, 2012
Objective:	PERF/FRAC 2 STAGES FERRON, RUN TBG, BHP/RODS	**Day #:**	3
AFE #:	11CMP005 Daily Cost: $9,652 Prev. Cost: $178,163	**Cummulative Cost:**	$187,815

Zones of Interest: Name: _____ Perf Int.'s _____
Name: _____ Perf Int.'s _____
Name: _____ Perf Int.'s _____

Casing:	Size	Weight	Grade	Landed @
Surface:	8 5/8"	24#	J-55	814.75'
Production:	5 1/2"	17#	N-80	4582.85'
Inter/Liner:	0	0	0	0

Rod String:	No. of	Size	Type

Tubing:	Size	Weight	Landed @	PSN Depth
#1	2.375	4.7	4451	4413
#2				

Pump Description: _____

Depths:	TD:	4600	PBTD:	4544			
Elevations:	KB:	7457	GL:	7446	KB-GL:	11.00	**API #:** 43-007-50246

AM Pressures: **Tubing:** 0 **Casing:** 0 **SCV:** 0

24 Hour Summary: **Rih retrieved plug and cleaned out RH, Run production & swab**

Operation at 0800 Hours: Tih

Time	Detailed Description of Previous Days Operations
7:00	Travel to location
7:30	service rig, TIH to tag sand,
8:30	Tagged sand @ 4255' jt 131, bailed down to plug (20' sand)
10:30	Pooh with plug and bailer, laid out plug, SD for break from wind
11:30	RIH with bailer assembly to clean out RH
12:00	bailed, 20' of fill, laid out 6 jts. TOOH
14:00	POOH and dumped sand cavity, laid out bailer assembly
14:30	Lunch
15:30	RIH with NC, 1 jt., 4' perf sub, PSN, and 135 jts. of 2.375 tubing, Landed @ 4451' EOT, PSN at 4413',
16:30	Rig down floor, nipple down BOP, nipple up WH
17:00	rig up to swab, fluid level 1st run @ 1800', CP @ 10#
	made runs 10, fl level 1900', CP @ 10#, pulling fluid from 3200'
	5 bbls per run 50 bbls water recovered,
19:00	SWIFN & SD

Daily Cost Summary

Item	Amount
Rig	$3,908
Benoit serv	$4,744
SWS	$1,000
Daily Cost:	$9,652

Personnel On Location:

Rig:	4
Services:	1
G.C.L.L.C.:	1
Total:	6

Fluid Record:	Oil	Water
Hauled in		
Total Fluid :		
Fluid Pumped In:		
Left to Recover		
Fluid Hauled Out		
Load Left to Recover:		

AM Weather & Roads:	
Weather:	windy& cold
Temp:	37
Lease:	dusty
Roads:	dusty
Rig Co:	Pro well serv
Rig #:	#5

Contact Information:	
Supervisor:	Brad Pottebaum
Cell #:	303-218-8278
Alt #:	0
Report to:	Barry Brumwell - Calgary Head Ofc.
Email to:	bbrumwell@thunderbirdenergy.com

Gordon Creek, LLC.

THUNDERBIRD ENERGY

Well Completion/Workover Report

Well Name:	**Gordon Creek SW-32-13-8**	**Todays Date:**	October 18, 2012
Objective:	PERF/FRAC 2 STAGES FERRON, RUN TBG, BHP/RODS	**Day #:**	4
AFE #:	**11CMP005** Daily Cost: **$25,168** Prev. Cost: **$187,815**	**Cummulative Cost:**	**$212,983**

Zones of Interest: Name: _____ Perf Int.'s _____
Name: _____ Perf Int.'s _____
Name: Perf Int.'s

Casing:	Size	Weight	Grade	Landed @
Surface:	8 5/8"	24#	J-55	814.75'
Production:	5 1/2"	17#	N-80	4582.85'
Inter/Liner:	0	0	0	0

Rod String:	No. of	Size	Type

Tubing:	Size	Weight	Landed @	PSN Depth
#1				
#2				

Pump Description:

Depths:	TD:	4600	PBTD:	4544			
Elevations:	KB:	7457	GL:	7446	KB-GL:	11.00	**API #:** 43-007-50246

AM Pressures: **Tubing:** **0** **Casing:** **10** **SCV:**

24 Hour Summary: **swab rig down and move**

Operation at 0800 Hours: swabbing

Time	Detailed Description of Previous Days Operations
7:00	travel to location
7:30	service rig, check CP @ 10#, TP @ 0
8:00	1st run fluid level @ 1900',
12:30	Fluid level @ 2000', CP @ 10#, Gell, coal fines, & foam, 26 total runs
16:00	35 total runs, 2000' fluid level, CP @ 10#, pulling fluid from 3500'
	total fluid recovered today 175 bbls, total recovered in 2 days 225 bbls
17:00	rig down & move

Daily Cost Summary

Item	Amount
rig	$3,556
SWS	$1,000
Tubing & Acces.	$20,612
Daily Cost:	$25,168

Personnel On Location:

Rig:	4
Services:	
G.C.L.L.C.:	1
Total:	

Fluid Record:	**Oil**	**Water**
Hauled in		
Total Fluid :		
Fluid Pumped In:		
Left to Recover		
Fluid Hauled Out		
Load Left to Recover:		

AM Weather & Roads:	
Weather:	clear & wind
Temp:	43
Lease:	ok
Roads:	ok
Rig Co:	Pro well ser
Rig #:	#5

Contact Information:	
Supervisor:	Brad Pottebaum
Cell #:	303-218-8278
Alt #:	0
Report to:	Barry Brumwell - Calgary Head Ofc.
Email to:	bbrumwell@thunderbirdenergy.com

MS Energy Services

Job Number: SVGJ-120752
Company: Gordon Creek, LLC
Lease/Well: Gordon Creek State SW-32-13-8
Location: Carbon County, UT
Rig Name: MS Wireline
RKB: 0'
G.L. or M.S.L.: GL

State/Country: Utah/USA
Declination: 11.49°
Grid: East To True North
File name: F:\SURVEY\2012SU~1\GORDON~1\LORENZ\GORDON~1\SW32138.SVY
Date/Time: 26-Jul-12 / 15:23
Curve Name: Surface - 4565' M.D. (Rate Gyro)

We hereby certify that our survey data from Surface MD to 4,565 MD is, to the best of our knowledge a true and accurate account of the well bore.

Scott Elias — MS Energy Services — 7/26/12 — Date

WINSERVE SURVEY CALCULATIONS
Minimum Curvature Method
Vertical Section Plane .00
Vertical Section Referenced to Wellhead
Rectangular Coordinates Referenced to Wellhead

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	CLOSURE Direction Deg	Dogleg Severity Deg/100
.00	.00	.00	.00	.00	.00	.00	.00	.00	.00
100.00	.47	108.25	100.00	-.13	.39	-.13	.41	108.25	.47
200.00	1.09	144.93	199.99	-1.04	1.33	-1.04	1.68	127.99	.77
300.00	2.29	162.76	299.94	-3.72	2.46	-3.72	4.46	146.49	1.30
400.00	3.28	167.20	399.83	-8.42	3.69	-8.42	9.19	156.33	1.01
500.00	3.95	164.95	499.63	-14.54	5.22	-14.54	15.44	160.25	.68
600.00	4.93	167.84	599.32	-22.06	7.02	-22.06	23.15	162.35	1.00
700.00	5.75	169.56	698.89	-31.19	8.83	-31.19	32.42	164.19	.84
800.00	6.39	169.54	798.33	-41.59	10.75	-41.59	42.96	165.51	.64
900.00	6.14	166.76	897.73	-52.27	12.98	-52.27	53.86	166.05	.39

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	CLOSURE Direction Deg	Dogleg Severity Deg/100
1000.00	5.32	165.11	997.23	-61.95	15.40	-61.95	63.84	166.04	.84
1100.00	4.51	165.31	1096.86	-70.24	17.59	-70.24	72.41	165.94	.81
1200.00	3.97	165.44	1196.59	-77.39	19.46	-77.39	79.80	165.89	.54
1300.00	3.51	163.87	1296.38	-83.68	21.18	-83.68	86.32	165.80	.47
1400.00	3.18	167.93	1396.21	-89.33	22.61	-89.33	92.15	165.80	.41
1500.00	3.03	170.23	1496.06	-94.65	23.64	-94.65	97.56	165.98	.19
1600.00	2.95	172.93	1595.92	-99.81	24.40	-99.81	102.75	166.26	.16
1700.00	2.80	176.03	1695.80	-104.80	24.89	-104.80	107.71	166.64	.22
1800.00	2.61	175.01	1795.69	-109.50	25.25	-109.50	112.38	167.01	.20
1900.00	2.47	172.75	1895.59	-113.91	25.72	-113.91	116.78	167.27	.17
2000.00	2.19	171.07	1995.50	-117.94	26.29	-117.94	120.83	167.43	.29
2100.00	2.29	167.50	2095.43	-121.77	27.02	-121.77	124.74	167.49	.17
2200.00	2.07	165.85	2195.36	-125.48	27.89	-125.48	128.54	167.47	.23
2300.00	1.63	162.65	2295.30	-128.58	28.76	-128.58	131.76	167.39	.45
2400.00	1.57	161.33	2395.26	-131.24	29.62	-131.24	134.54	167.28	.07
2500.00	1.57	164.88	2495.23	-133.86	30.42	-133.86	137.27	167.20	.10
2600.00	1.39	162.36	2595.19	-136.34	31.14	-136.34	139.85	167.13	.19
2700.00	1.02	162.57	2695.17	-138.34	31.78	-138.34	141.95	167.06	.37
2800.00	.85	170.28	2795.16	-139.92	32.17	-139.92	143.57	167.05	.21
2900.00	.49	184.82	2895.15	-141.08	32.26	-141.08	144.72	167.12	.40
3000.00	.53	212.31	2995.15	-141.90	31.98	-141.90	145.46	167.30	.25
3100.00	.60	219.07	3095.14	-142.70	31.40	-142.70	146.11	167.59	.10
3200.00	.78	237.36	3195.13	-143.47	30.50	-143.47	146.67	168.00	.28
3300.00	1.12	244.77	3295.12	-144.25	29.04	-144.25	147.15	168.62	.36
3400.00	1.11	254.66	3395.10	-144.93	27.22	-144.93	147.46	169.36	.19
3500.00	1.00	258.11	3495.09	-145.36	25.43	-145.36	147.57	170.08	.13
3600.00	.96	281.17	3595.07	-145.38	23.76	-145.38	147.31	170.72	.39
3700.00	1.12	296.67	3695.05	-144.78	22.06	-144.78	146.45	171.34	.32
3800.00	1.15	300.58	3795.03	-143.83	20.32	-143.83	145.26	171.96	.08

Surface - 4565' M.D. (Rate Gyro) File: F:\SURVEY\2012SU~1\GORDON~1\LORENZ\GORDON~1\SW32138.SVY

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	CLOSURE Direction Deg	Dogleg Severity Deg/100
3900.00	1.39	308.81	3895.01	-142.56	18.52	-142.56	143.76	172.60	.30
4000.00	1.34	313.15	3994.98	-141.00	16.72	-141.00	141.99	173.24	.11
4100.00	1.23	314.42	4094.96	-139.45	15.10	-139.45	140.26	173.82	.11
4200.00	1.04	309.21	4194.94	-138.12	13.63	-138.12	138.79	174.37	.22
4300.00	1.04	303.50	4294.92	-137.05	12.17	-137.05	137.59	174.93	.10
4400.00	.79	305.19	4394.91	-136.15	10.85	-136.15	136.58	175.44	.25
4500.00	1.21	303.76	4494.89	-135.17	9.41	-135.17	135.49	176.02	.42
Last Survey Depth Recorded									
4565.00	1.26	324.96	4559.88	-134.20	8.43	-134.20	134.46	176.41	.70

Surface - 4565' M.D. (Rate Gyro) File: F:\SURVEY\2012SU~1\GORDON~1\LORENZ\GORDON~1\SW32138.SVY

FORM 9

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

5.LEASE DESIGNATION AND SERIAL NUMBER: FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 3/4/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	✓ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The existing 1.5" insert pump is operating at a very low efficiency in this well and the calculated Inflow Performance Relationship (IPR) curve for the water production in this well shows potential for VERY HIGH water production (~2000 - 2500 bbls/day). The plan is to move a workover rig onto the well and pull the existing rods & insert pump and the 2 3/8" tubing out of the well. We would then run an Electronic Submersible Pump (ESP) on the bottom of the 2 3/8" tubing with electric cable clamped to the outside of the tubing. We would land the ESP at +/- 4250', install a Variable Frequency Drive (VFD) at surface and put the well back on production. We would run the ESP in gradually increasing rates until the well showed signs of being nearly "pumped off". We anticipate a dramatic increase in well gas production at that point.

Accepted by the Utah Division of Oil, Gas and Mining

Date: March 05, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations

SIGNATURE	DATE
N/A	2/25/2013

RECEIVED: Feb. 25, 2013

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: FEE

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Gas Well

8. WELL NAME and NUMBER:
GORDON CREEK SW-32-13-8

2. NAME OF OPERATOR:
GORDON CREEK, LLC

9. API NUMBER:
43007502460000

3. ADDRESS OF OPERATOR:
1179 E Main #345 , Price, UT, 84501

PHONE NUMBER:
403 453-1608 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
1340 FSL 0871 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NWSW Section: 32 Township: 13.0S Range: 08.0E Meridian: S

COUNTY:
CARBON

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 4/7/2013	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	✓ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	✓ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: PUMP CHANGE

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The lower zones in this well are contributing high volumes of produced water, overriding the gas producing upper zone. Our plan is to move a workover rig onto the well & pull the existing rods, BHP and tubing out of the well. Then move on an eline unit and run & set a retrievable bridge plug at 4260' to temporarily shut off produced water from lower 1/2 of the Ferron perforations. We will then run a 2.5" tubing pump on the bottom of 2 3/8" tubing to +/- 3285', land the tubing and run rods and place the well back on production.

Approved by the Utah Division of Oil, Gas and Mining

Date: April 04, 2013

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barry Brumwell	403 453-1608	Vice President-Operations
SIGNATURE		**DATE**
N/A		4/2/2013

RECEIVED: Apr. 02, 2013

GARY R. HERBERT
Governor
SPENCER J. COX
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES
MICHAEL R. STYLER
Executive Director
Division of Oil, Gas and Mining
JOHN R. BAZA
Division Director

May 27, 2014

Via FedEx

43 007 50246
Gordon Creek SW 32-13-8
32 13S 8E

Barry Brumwell
Vice President of Operations
Thunderbird Energy / Gordon Creek, LLC
#800, 555 – 4th Avenue S.W.
Calgary, Alberta, Canada T2P 3E7

Subject: Oil and Gas General Conservation Rule R649-3-36 - Shut-in and Temporarily Abandoned Wells

Dear Mr. Brumwell:

The Division of Oil, Gas and Mining (the "Division") issued Gordon Creek LLC c/o Thunderbird Energy (Gordon Creek) a Shut-in and Temporary Abandonment Notice of Violation (NOV), dated November 12, 2012, for the following seven (7) wells:

Burnside 29-14-8	API	43-007-30725	SI/TA approval - May 1, 2014
Gordon Creek ST 1-30-14-8	API	43-007-31235	SI/TA approval - Feb 1, 2014
Gordon Creek ST 4-18-14-8	API	43-007-30881	SI/TA approval - May 1, 2014
Gordon Creek ST 2-20-14-8	API	43-007-30883	Subsequent Sundry 2/15/2013 For Record Only
Gordon Creek ST 3-20-14-8	API	43-007-31233	SI/TA approval - May 1, 2014
Gordon Creek ST 2-29-14-8	API	43-007-31234	SI/TA approval - Feb 1, 2014
Gordon Creek ST 19-14-8(B)	API	43-007-30807	SI/TA approval - May 1, 2014

In response to the NOV, the Division and Gordon Creek held a December 2012 conference call. Gordon Creek stated they had capital for equipping the field with well-site separators, electrification, pumping equipment and pipelines. Gordon Creek also stated they had capital for drilling additional wells in the field and committed to meeting shut-in well requirements for the above subject wells. Gordon Creek submitted a letter dated December 18, 2012, stating that it conducted casing integrity tests on all of the subject wells between July and September of 2010. Similar tests were also conducted on five (5) of the subject wells in 2011. The integrity tests were submitted to the Division. In addition, Gordon Creek submitted a letter dated December 19, 2012, specifically outlining its 2013 field development plans to electrify parts of the field, recomplete the Gordon Creek ST 4-18-14-18, Gordon Creek ST 3-20-14-8 and Gordon Creek ST 2-29-14-8 wells and drill 20 new additional wells. The Division later granted shut-in and temporary abandonment approvals for six (6) of the seven (7) wells listed above based on submitted sundries meeting shut-in extension requirements and the field plans described in the December 2012 letters with the understanding Gordon Creek would keep the Division updated on field development and any changes to the plans.

If any of the above proposed work was accomplished last year Gordon Creek did not keep the Division informed. We reviewed the Gordon Creek ST 4-18-14-18, Gordon Creek ST 3-20-14-8 and Gordon Creek ST 2-29-14-8 well files and did not find any notices of intent for recompletion or subsequent recompletion sundries for the wells. If work was done on the wells please submit sundries

immediately for the well files. Also, the above extended shut-in approvals required periodic pressure and fluid monitoring to ensure ongoing integrity of the wells. The periodic monitoring should have also been submitted to the Division on individual well sundries for Division review and well files. Shut-in extensions for two of the above wells expired February 1, 2014 and the other four expired May 1, 2014.

As of the date of this letter Gordon Creek currently have seventeen (17) shut-in wells, the above listed seven wells and the following ten (10) new wells:

Gordon Creek ST 1A-18-14-18	API	43-007-30892	Last Prod – June 2013
Gordon Creek NE-31-13-8	API	43-007-50243	Last Prod – May 2013
Gordon Creek NE-32-13-8	API	43-007-50245	Last Prod – March 2013
→ Gordon Creek SW-32-13-8	API	43-007-50246	Last Prod – June 2013
Gordon Creek NW-5-14-8	API	43-007-50248	Last Prod – July 2013
Gordon Creek ST SW-7-14-8	API	43-007-50242	Last Prod – May 2013
Gordon Creek ST SE-B-7-14-18	API	43-007-50255	Last Prod – April 2013
Gordon Creek NW-32-13-18	API	43-007-50244	Last Prod – Jan 2014
Gordon Creek NW-31-13-8	API	43-007-50250	OPS – Spud Feb 2012
Gordon Creek SE-32-13-8	API	43-007-50247	OPS – Spud Jan 2012

The operator is responsible to file, yearly, for extended shut-in or temporary abandonment for wells shut-in or temporarily abandoned for a period of twelve (12) consecutive months. Gordon Creek must file a Sundry Notice providing the following information for each of the above seventeen listed wells; reasons for shut-in or temporarily abandonment of the well, length of time the well is expected to be shut-in or temporarily abandoned and an explanation and supporting data showing the well has integrity (R649-3-36.1). After review the Division will either approve the continued shut-in or temporarily abandoned status or require remedial action (R649-3-36.2). After five (5) years of non-activity or non-productivity, the well shall be plugged in accordance with R649-3-24, unless approval for extended shut-in time is given by the Division upon a showing of good cause by the operator (R649-3-36.3). Please note, six (6) of the seventeen wells listed above have been shut-in over five (5) years.

Gordon Creek has until **June 30, 2014,** to submit sundries, for the subject wells, in accordance with **Oil and Gas Conservation General Rule 649-3-36 Shut-in and Temporarily Abandoned Wells.**

Should Gordon Creek not meet shut-in and temporarily abandoned well requirements, the Division is prepared to file a Notice of Agency Action (NAA) for Commencement of Informal Adjudicative Proceedings (R649-10-3) for this matter in accordance with Oil and Gas Conservation General Rule R649-10 Administrative Procedures.

If you have any questions or need further assistance, please feel free to contact me at clintondworshak@utah.gov or 801-538-5280 or Dustin Doucet, Petroleum Engineer, at dustindoucet@utah.gov or 801-538-5281.

Sincerely,

Clinton Dworshak
Oil and Gas Compliance Manager

CLD/js
cc: John Rogers, Oil & Gas Associate Director
Dustin Doucet, Petroleum Engineer
Well Files
Compliance File

BEATTY & WOZNIAK, P.C.

ATTORNEYS AT LAW

7440 CREEK ROAD, SUITE 250
SANDY, UTAH 84093
TELEPHONE (801) 566-8446
FACSIMILE (801) 566-8447
www.bweuergylaw.com

CASPER
CHEYENNE
DENVER
SALT LAKE CITY
SANTA FE

BRIAN A. TAYLOR

(801) 676-2307
BTAYLOR@BWENERGYLAW.COM

December 24, 2014

Clinton Dworshak
Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 300
Salt Lake City, UT 84116

Dear Clint:

The purpose of this letter is to place in writing the agreement between Gordon Creek Energy, Inc. ("Gordon Creek") and the Utah Division of Oil, Gas and Mining (the "Division"), in order to satisfy the requirements of the August 4, 2014 Division Bonding Order (the "Order") issued by the Division.

At a meeting between Gordon Creek and the Division at the offices of the Division on Wednesday October 29, 2014, the Division and Gordon Creek discussed the various issues associated with Gordon Creek's operations in Utah and the impact the Order has on those operations. As a result of those discussions, it is understood by the Division that Gordon Creek is in the process of obtaining both short term and long term financing to enhance its operations in the State of Utah and that securing this financing is essential for Gordon Creek to acquire the necessary bonding for its wells in the State of Utah. It is anticipated that Gordon Creek will obtain some of this financing in early December 2014. Based on the receipt of those funds, Gordon Creek and the Division agreed to the following terms and conditions to withhold enforcement of the Order:

1. The funds obtained in December of 2014 will be used to re-work Gordon Creeks existing shut-in wells and improve the existing infrastructure of Gordon Creeks operations in the State of Utah. It is anticipated that all re-working activities will be completed by the end of December 2014 for the following wells:

API No.	Well Name
43-007-30881	Gordon Creek 4-18-14-8
43-007-30892	Gordon Creek 1A-18-14-8
43-007-50242	Gordon Creek SW 7-14-8

43-007-50243	Gordon Creek NE 31-13-8
43-007-50244	Gordon Creek NW 32-13-8
43-007-50245	Gordon Creek NE 32-13-8
43-007-50246	Gordon Creek SW 32-13-8
43-007-50248	Gordon Creek NW 5-14-8
43-007-50249	Gordon Creek NE 5-14-8
43-007-50255	Gordon Creek SE B 7-14-8

2. Given the winter closure requirements of the Utah Division of Wildlife Resources, from December 1, 2014 until April 15, 2015, and the amount of surface disturbance required to rework the wells, all re-working activities will be completed by June 30, 2015 for the following wells:

API No.	Well Name
43-007-30725	Burnside 29-14-8
43-007-30807	Gordon Creek ST 19-14-8(B)
43-007-30883	Gordon Creek ST 2-20-14-8
43-007-31233	Gordon Creek ST 3-20-14-8
43-007-31234	Gordon Creek ST 2-29-14-8

3. Gordon Creek will provide Sundry Notices to the Division on the progress of these well and infrastructure activities as required by the Well Workover and Recompletions rule, Utah Admin. Code R649-3-23.

4. The Division will not require Gordon Creek to provide bonding for all of its well locations at once, but will allow it to acquire the necessary depth bonding as described in R649-3-1(5.3) to cover the equivalent of four wells at a time at the rate of $30,000.00 per well.

5. The existing $120,000.00 blanket bond and the future bonding or surety, provided by Gordon Creek, as outlined in Paragraph 7 below, will cover all of the wells listed on Schedule A of the Order as two separate blanket bonds. In the event it becomes necessary to use proceeds from the blanket bonds, the Division will apply the proceeds to any one or more of the wells listed on Schedule A at its discretion. As such, if the plugging of a well, or group of a wells, cost less than the estimated $30,000.00 as outlined in R649-3-1(5.3), the Division can use the remaining amount to plug and/or reclaim any of the other wells and well sites on Schedule A.

6. The first payment of $120,000.00 covering the equivalent of four wells will be due and payable by February 27, 2015.

7. Gordon Creek will make additional $120,000.00 payments every three months until all of the existing shut-in wells listed on Schedule A of the Order are fully covered. These additional payments will be due on or before May 29, 2015, August 31, 2015, and November 30, 2015, with a final payment covering any outstanding amounts by February 27, 2016.

8. In the event Gordon Creek obtains additional long term financing prior to February 27, 2016, it will pay any remaining amount owed to have depth bonding on all of its wells in the State of Utah within 30 days of the closing date of the additional financing.

9. The Division will conduct a surface inspection of the wells listed as "Location Abandoned" on Schedule A of the Order to determine if any reclamation work is needed. In the event no reclamation work is needed, the $1,500.00 bond requirements listed for those lands will be removed from the total amount owed by Gordon Creek.

10. When Gordon Creek has satisfied the requirements for a blanket bond under R649-3-1 (6), the Division will release all additional bonding required by the Order upon the request of Gordon Creek.

If I have accurately stated our agreement and understanding, please sign below and return to me at your earliest opportunity.

Respectfully,

Brian A. Taylor
Attorney for Gordon Creek Energy

Gordon Creek Energy, Inc.

Rupert Evans
President

The above correctly sets forth our agreement and understanding

Utah Division of Oil, Gas and Mining

Date: 12/30/14

Clinton L Dworshak

By: Clinton Dworshak
Compliance Manager

BAT: dc
5056.0002
334073
cc: John Rogers, Associate Director
Dustin Doucet, Petroleum Engineer
Douglas J. Crapo, Assistant Attorney General
John Robinson Jr., Assistant Attorney General